

Enjoy Good Life

# 2024

## Interim Report

### 中期報告



東瀛遊控股有限公司

EGL Holdings Company Limited

(於開曼群島註冊成立的有限公司)

(Incorporated in the Cayman Islands with limited liability)

股份代號 Stock Code : 6882

# 目錄

## Contents

- 2 公司資料  
Corporate Information
- 5 集團財務概要  
Group Financial Highlights
- 6 主席報告  
Chairman's Statement
- 12 管理層討論與分析  
Management Discussion and Analysis
- 27 其他資料  
Other Information
- 39 中期簡明綜合財務報表的審閱報告  
Report on Review of the Interim Condensed Consolidated Financial Statements
- 41 簡明綜合損益及其他全面收益表  
Condensed Consolidated Statement of Profit or Loss and  
Other Comprehensive Income
- 43 簡明綜合財務狀況表  
Condensed Consolidated Statement of Financial Position
- 45 簡明綜合權益變動表  
Condensed Consolidated Statement of Changes in Equity
- 46 簡明綜合現金流量表  
Condensed Consolidated Statement of Cash Flows
- 47 中期簡明綜合財務報表附註  
Notes to the Interim Condensed Consolidated Financial Statements

# 公司資料 Corporate Information

## 董事會

### 執行董事：

袁文英 (主席)  
禰國全  
梁成釗  
李寶芬  
袁灝頤  
鄭存漢

### 獨立非執行董事：

陳儉輝  
勞錦祥  
黃麗明

## 審核委員會

陳儉輝 (主席)  
勞錦祥  
黃麗明

## 提名委員會

袁文英 (主席)  
李寶芬  
陳儉輝  
勞錦祥  
黃麗明

## 薪酬委員會

勞錦祥 (主席)  
袁文英  
李寶芬  
陳儉輝  
黃麗明

## 風險管理委員會

陳儉輝 (主席)  
梁成釗  
勞錦祥  
黃麗明

## BOARD OF DIRECTORS

### EXECUTIVE DIRECTORS:

Yuen Man Ying (*Chairman*)  
Huen Kwok Chuen  
Leung Shing Chiu  
Lee Po Fun  
Yuen Ho Yee  
Cheang Chuen Hon

### INDEPENDENT NON-EXECUTIVE DIRECTORS:

Chan Kim Fai  
Lo Kam Cheung Patrick  
Wong Lai Ming

## AUDIT COMMITTEE

Chan Kim Fai (*Chairman*)  
Lo Kam Cheung Patrick  
Wong Lai Ming

## NOMINATION COMMITTEE

Yuen Man Ying (*Chairman*)  
Lee Po Fun  
Chan Kim Fai  
Lo Kam Cheung Patrick  
Wong Lai Ming

## REMUNERATION COMMITTEE

Lo Kam Cheung Patrick (*Chairman*)  
Yuen Man Ying  
Lee Po Fun  
Chan Kim Fai  
Wong Lai Ming

## RISK MANAGEMENT COMMITTEE

Chan Kim Fai (*Chairman*)  
Leung Shing Chiu  
Lo Kam Cheung Patrick  
Wong Lai Ming

## 授權代表

袁文英  
黃卓儀

## 公司秘書

黃卓儀

## 核數師

香港立信德豪會計師事務所有限公司  
執業會計師  
香港  
干諾道中111號  
永安中心25樓

## 法律顧問

的近律師行  
香港中環  
遮打道18號  
歷山大廈5樓

## 主要往來銀行

中國銀行(香港)有限公司  
恒生銀行有限公司  
東亞銀行有限公司  
香港上海滙豐銀行有限公司

## 主要股份過戶登記處

Ocorian Trust (Cayman) Limited  
Windward 3, Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

## 股份過戶登記處香港分處

卓佳證券登記有限公司  
香港  
夏慤道16號  
遠東金融中心17樓

## AUTHORISED REPRESENTATIVES

Yuen Man Ying  
Wong Cheuk Yee Kathy

## COMPANY SECRETARY

Wong Cheuk Yee Kathy

## AUDITOR

BDO Limited  
Certified Public Accountants  
25th Floor, Wing On Centre  
111 Connaught Road Central  
Hong Kong

## LEGAL ADVISER

Deacons  
5th Floor, Alexandra House  
18 Chater Road  
Central, Hong Kong

## PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited  
Hang Seng Bank Limited  
The Bank of East Asia, Limited  
The Hongkong and Shanghai Banking Corporation Limited

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Ocorian Trust (Cayman) Limited  
Windward 3, Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
17/F, Far East Finance Centre  
16 Harcourt Road  
Hong Kong

公司資料  
Corporate Information

### 註冊辦事處

Windward 3, Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

### 香港總辦事處及主要營業地點

香港  
九龍觀塘  
鴻圖道83號  
東瀛遊廣場15樓

### 股份代號

6882

### 公司網站

[http://www.egltours.com/travel/pages/investor\\_relations/#chi](http://www.egltours.com/travel/pages/investor_relations/#chi)

### REGISTERED OFFICE

Windward 3, Regatta Office Park  
PO Box 1350  
Grand Cayman KY1-1108  
Cayman Islands

### HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

15th Floor, EGL Tower  
83 Hung To Road  
Kwun Tong, Kowloon  
Hong Kong

### STOCK CODE

6882

### COMPANY WEBSITE

[http://www.egltours.com/travel/pages/investor\\_relations/#eng](http://www.egltours.com/travel/pages/investor_relations/#eng)

# 集團財務概要

## Group Financial Highlights

截至6月30日止六個月  
Six months ended 30 June

		2024	2023	變動
		千港元	千港元	Change in
		HK\$'000	HK\$'000	百分比
				%
收益	Revenue	<b>759,308</b>	540,081	40.6%
毛利	Gross profit	<b>180,249</b>	136,846	31.7%
本公司擁有人 應佔溢利	Profit attributable to owners of the Company	<b>34,120</b>	20,690	64.9%
每股盈利	Earnings per share			
基本及攤薄 (港仙)	Basic and diluted (HK cents)	<b>6.79</b>	4.12	
利潤率	Profit margin			
毛利率	Gross profit margin	<b>23.7%</b>	25.3%	
經營利潤率	Operating profit margin	<b>6.9%</b>	6.9%	
淨利率	Net profit margin	<b>4.5%</b>	3.8%	
本公司擁有人 應佔權益回報率	Return on equity attributable to owners of the Company	<b>55.6%</b>	70.1%	
		於2024年 6月30日 As at 30 June 2024	於2023年 12月31日 As at 31 December 2023	
槓桿比率	Gearing ratio			
總借款除以總資產	Total borrowings over total assets	<b>51.1%</b>	57.8%	
淨債務除以股東權益	Net debts over equity	<b>357.6%</b>	684.0%	



# 主席報告

## Chairman's Statement

各位股東：

本人謹代表東瀛遊控股有限公司（「本公司」）及其附屬公司（統稱為「本集團」）欣然向各位股東提呈本集團截至2024年6月30日止六個月（「本期間」）之未經審核簡明綜合中期業績。

受惠於航空公司客運航班運力及世界各地旅遊配套供應恢復，帶動出境旅遊進一步復甦。此外，伴隨著日圓匯價持續疲弱，各地的遊客包括香港人到日本旅遊的意願大增。加上本集團秉持由心出發與持續創新的理念，齊心協力，竭誠經營，因此，本集團於2024年上半年的旅遊相關業務及酒店業務的收益錄得滿意的增長。於本期間，本集團錄得總收益約759,300,000港元（截至2023年6月30日止六個月：540,100,000港元），較去年同期上升40.6%。毛利約180,200,000港元（截至2023年6月30日止六個月：136,800,000港元），上升31.7%。本公司擁有人應佔溢利約34,100,000港元（截至2023年6月30日止六個月：20,700,000港元），上升64.9%。有關業務表現之詳情可參閱下文「管理層討論與分析」一節。

本公司董事（「董事」）會（「董事會」）不建議就截至2024年6月30日止六個月派付中期股息（2023年中期股息：零港元）。

Dear Shareholders,

On behalf of EGL Holdings Company Limited (the "Company") and its subsidiaries (collectively referred to as the "Group"), I am pleased to present to you the unaudited condensed consolidated interim results of the Group for the six months ended 30 June 2024 (the "Period").

Outbound tourism has further recovered as passenger flight capacity along with tourism infrastructure returning to normal across the globe. In addition, the continued weakening of the Japanese Yen has attracted a significant number of tourists from all over the world, including Hong Kong people, to travel to Japan. With the Group's underlying concerted efforts, dedication and continuous innovative caring heartfelt services, the Group recorded satisfactory growth in revenue from its travel-related business and hotel business in the first half of 2024. During the Period, the Group recorded total revenue of approximately HK\$759.3 million (six months ended 30 June 2023: HK\$540.1 million), representing an increase of 40.6% compared with the corresponding period of last year. Gross profit amounted to approximately HK\$180.2 million (six months ended 30 June 2023: HK\$136.8 million), representing an increase of 31.7%. Profit attributable to owners of the Company was approximately HK\$34.1 million (six months ended 30 June 2023: HK\$20.7 million), representing an increase of 64.9%. For the details of our business performance, please refer to the section headed "Management Discussion and Analysis" below.

The board (the "Board") of directors (the "Directors") of the Company did not recommend the payment of an interim dividend for the six months ended 30 June 2024 (interim dividend for 2023: HK\$Nil).

## 業務回顧

2024年上半年，儘管日本仍然是本集團旅遊產品的主要目的地，但面對市場環境的急遽變化，港人北上已成為旅遊的新趨勢，本集團看準商機，年初迅速推出了「深圳山姆超市團」，短短一星期內已經有5,000多位客戶報名，成績超出預期，令人鼓舞。同時，亦藉此機會鞏固了集團品牌的知名度，大大提升了客戶對本集團中國旅遊產品的認知及肯定。本集團一直重視內地北上旅遊市場的新常態，隨著中國旅遊熱潮和高鐵旅遊熱門線路的開通，本集團積極開拓並走訪大江南北，精心策劃了多款中國深度遊，例如推出了長江三峽「世紀綠州號」專船，帶領客戶欣賞壯麗的三峽景色。此外，考慮到南北疆、內蒙等地成為旅遊熱點，本集團已乘勢推出了「中國奢華旅遊專列」旅行團，其中包括黑龍江首個高品質旅遊列車「林都號」，該專列走訪哈爾濱和神州北極漠河，以及最美南北疆的「新東方快車」16天深度遊，讓客戶感受一生必到的珍貴旅遊景點，締造難忘的旅遊體驗。

本集團秉持持續創新，不斷追求進步的經營理念。面對日益激烈的競爭和市場上網路旅遊銷售平台的密集推廣，本集團推出嶄新的自由行主題套票系列。在傳統的機票酒店套票組合中加入了新元素，專注於深化我們產品的內涵和多樣性。範圍涵蓋眾多項目，例如觀賞巴黎體育盛事、新加坡F1一級方程式賽事、歐洲足球比賽，以及爭取日本、台灣、韓國等知名馬拉松比賽名額。此外，還銷售一票難求的日、韓人氣演唱會門票。透過這些努力，開拓了新的發展領域，提升我們的市場競爭力，並為客戶提供更全面和貼心的優質服務承諾。

## BUSINESS REVIEW

During the first half year of 2024, although Japan has remained the major destination for the Group's traveling products, the Group responded to the emerging rapid changes in the market of Hong Kong residents traveling to the north of Hong Kong border. The Group seized this business opportunity with rapid launch of the "Package Tours of Sam's Club in Shenzhen (深圳山姆超市團)" at the beginning of the year, with over 5,000 customer applications in just one week. This result was above our expectation and was indeed inspiring. This event has enhanced and reinforced the image of the Group's brand, to further customers' recognition and affirmation of the Group's traveling products in China. The Group has always valued the new trend of northbound tourism market into the mainland. With booming tourism in China and the availability of popular rail travel routes, the Group actively explored and sought across the country, to meticulously plan a variety of in-depth tours in China. For example, we launched the "Century Oasis (世紀綠州號)" special cruise of the Three Gorges of Yangtze River, to bring the magnificent sceneries to our customers. In addition, considering that North and South Xinjiang, Inner Mongolia and other places have become popular tourist destinations, the Group has introduced the package tours of "Special Trains for Luxury Travels in China", including "Lindu (林都號)", being the first high-quality tourist train in Heilongjiang, which runs between Harbin and Mohe, in the extreme north of China; and the 16-day in-depth tours of the "New Orient Express (新東方快車)" to enjoy the most beautiful sceneries of North and South Xinjiang, these tours allow our customers to experience the once-in-a-lifetime precious attractions with unforgettable travel memories.

The Group adheres to both continuous innovation and relentless pursuit of excellence in managing our business. Facing increasingly fierce competitions as well as intensive promotions from online travel sales platforms in the market, the Group launched a brand new series of thematic FIT packages. We incorporated new elements into traditional packages of flights and hotels with a focus on enhancing the rank and diversity of our products. These new elements cover various projects, including watching great sports events in Paris, the Formula 1 Singapore Grand Prix (新加坡F1一級方程式賽事) and European football matches. We also sought to secure entries to prestigious marathons in Japan, Taiwan and Korea. In addition, we have tickets on sale for popular concerts in Japan and Korea that are not easily available. Through these efforts, the Group have explored new areas for development, improved our market competitiveness, and delivered a more comprehensive and caring quality service commitment.



## 主席報告 Chairman's Statement

本集團秉持由心出發的企業文化，致力於為客戶打造更愉快的旅程。一直以來，本集團重視與客戶之間的互動和聯繫。本集團與各日本縣政府、航空公司和郵輪公司合作，在本期間舉辦了超過20場旅遊講座，邀請專業攝影師、旅遊達人和資深導遊現身與客戶分享各地旅遊的新知識和經驗。這些多元的主題包括日本富士山登山、立山黑部、九州、中國深度南北疆、內蒙、長江三峽、歐洲、地中海和東非等旅遊路線。透過這些旅遊分享會，本集團更及時了解並關心客戶的需求，以提供最適合的旅遊方案。

每年3至4月，韓國的櫻花盛開，而釜山是最早綻放的地區。為了讓客戶有機會率先欣賞韓國賞櫻的美景，本集團與德威航空合作推出了「復活節直航釜山專機」。此外，為了擴展銷售渠道並與市民互動，本集團參加了2月下旬由香港旅遊業議會協辦的首屆「香港旅遊博覽會2024」，提供最熱門的旅遊資訊及即場報名優惠，為客戶打造豐富多彩的旅遊體驗。這項活動成功吸引了許多參觀者，並取得了不錯的成效。

The Group upholds our corporate culture of caring and committed services, and is dedicated to organizing enjoyable trips for customers. The Group has always placed great emphasis on customer interaction and engagements. In collaboration with various prefectural governments in Japan, airlines and cruise companies, the Group has organized over 20 travel seminars during the Period, at which professional photographers, travel influencers, and experienced tour guides attended to share with customers their refreshed knowledge and experience of various travel destinations. The diverse themes included for Japan with Mount Fuji climbing, Tateyama Kurobe and Kyushu, for China with in-depth tours of North and South Xinjiang, Inner Mongolia and the Three Gorges of Yangtze River, and other travel routes in European countries, the Mediterranean and East Africa. Through these travel interaction sessions, the Group gains timely understanding of and extends committed care for the needs of our customers, so that the Group could offer them the most suitable travelling solutions.

For every year from March to April, it is cherry blossom season in Korea, with Busan being the region with the first blossoms. In order that our customers get the first opportunity to enjoy the scenic cherry blossom in Korea, the Group cooperated with T'way Air to launch the "Special and Direct Flight to Busan during the Easter Holiday (復活節直航釜山專機)". In addition, to expand our sales channels and to interact with local residents, the Group participated in the first "Hong Kong Holiday & Travel Expo 2024" co-organized by the Travel Industry Council of Hong Kong in late February, offering popular travel information and on-the-spot registration discounts, to foster a diverse and fulfilling travel experience for customers. This event successfully attracted many visitors and achieved good results.

## 社會責任與可持續發展

本集團一直致力於培育青年人才。除了與院校緊密合作，為旅遊及款待相關的學生提供實習外，本集團還定期參加職業展覽和行業分享活動，讓學生更深入地了解旅遊業，並為他們提供就業機會。同時，本集團積極聘請已屆退休年齡的人士，讓他們重投工作市場，發揮自我的價值。此外，本集團與僱員再培訓局委任的培訓機構合作，作為客席講者到校分享，為學生提供就業介紹和資訊，更提供即場面試機會。

本集團一直致力於環境保護。每年都鼓勵員工參與由世界自然基金會舉辦的「地球一小時」活動，在指定的一小時內熄滅燈光並關閉不必要的電源，以支持環保，守護生態環境。此外，為鼓勵員工回收可循環再用的物品，本集團更在辦公室內放置回收箱，以便員工進行回收，同時加強員工在日常生活中的環保減廢意識。待回收物達一定數量後，便會聯絡相關環保機構處理回收物。

## SOCIAL RESPONSIBILITY AND SUSTAINABLE DEVELOPMENT

The Group has always been committed to nurturing young talent. In addition to closely cooperating with educational institutions to provide internships for students majoring in tourism and hospitality, the Group also regularly participates in career expos and industry sharing events, allowing students to gain a deeper understanding of the tourism industry and provides them with employment opportunities. At the same time, the Group actively hires individuals who have reached retirement age, enabling them to re-enter the job market and release their true self-worth. Furthermore, the Group collaborates with training institutions appointed by the Employees Retraining Board, to serve as guest speakers at schools for employment introductions and information sharing with students, and even offers on-the-spot interview opportunities.

The Group has always been committed to environmental protection. Each year, we encourage employees to participate in the "Earth Hour" campaign organized by the World Wide Fund for Nature by switching off lights and unnecessary power supplies within a designated one-hour period to support environmental protection and safeguard the ecological environment. In addition, to encourage employees to recycle reusable items, the Group has placed recycling bins in the office for easy recycling by employees, while also enhancing their awareness of waste reduction in daily life. Once a certain amount of recyclables has been collected, the Group will contact relevant environmental organizations to handle the recycling.

除了關心大自然環境生態，本集團亦致力於幫助有需要的人士。2024年1月初，日本石川縣發生7.6級大地震，全縣進入緊急狀態，房屋被壓倒摧毀，部分家庭停水停電，物資短缺，甚至由於沒有飲用水供應，斷水災民無奈飲用雪水。為協助日本政府推動災後重建，本人親自前往當地，展開兩日的行程，並代表公司及以個人名義將合共1,500萬日圓直接交與石川縣知事。2024年4月3日，台灣東部海域發生7.2級大地震，本著關愛以盡一點力，本人親赴當地慰問，了解當地情況，並代表公司及以個人名義將合共300萬台幣直接捐贈給花蓮縣，期盼他們能早日重回正軌。此外，本集團員工亦參與銀杏館義工派發福飯活動，身體力行以更深入了解基層長者的需要。

本集團鼓勵員工在工作與生活之間取得平衡。為了讓員工在忙碌的工作中放鬆身心，本集團特意安排DIY布袋繪畫工作坊，讓員工透過繪畫簡單而重複的圖案，體驗寧靜狀態，讓心靈得到放鬆。此外，本集團亦參加了由僱員服務顧問提供的僱員輔助計劃，協助有需要的員工處理工作和生活上的壓力和情緒困擾。同時，為了提升員工處理緊急事故的意識和能力，本集團主動聯絡消防及救護學院，為員工安排參加「擊活人心」—心肺復甦法及自動心臟除顫器課程，希望透過課程提升急救知識，進一步保障生命。此外，本集團約每兩個月邀請廉政公署社區關係處代表為新入職的員工開辦廉政講座。除了講解有關條例的內容外，更會針對行業的特性作個案分享，以慎防員工誤墜法網。

In addition to caring for the natural environment, the Group is also committed to helping those in need. In early January 2024, a magnitude 7.6 earthquake struck Japan's Ishikawa Prefecture, prompting a state of emergency across the entire prefecture. Houses were crushed and destroyed, some families faced water and electricity outages, supplies were scarce. And due to the lack of drinking water, disaster victims were forced to drink water from melted snow. To assist with the Japan Government in post-disaster reconstruction, I personally travelled to the area for a two-day trip, and on behalf of the Company and in my own name, handed over a total of 15 million Japanese Yen directly to the Governor of Ishikawa Prefecture. On 3 April 2024, a 7.2 magnitude earthquake occurred in the ocean off the east coast of Taiwan. With a spirit of caring love and in an effort to help, I personally went to the site to express condolences, understand the local situation, and, on behalf of the Company and in my own name, donated a total of 3 million New Taiwan Dollars directly to Hualien County, hoping they could return to normal as soon as possible. In addition, employees of the Group also participated in the volunteering activity of distributing "Blessing Rice" at the Ginkgo House, taking action to gain a deeper understanding of the needs of the grassroots elderly.

The Group encourages employees to achieve a balance between work and life. To allow employees to relax both physically and mentally amidst their busy work, the Group has specially arranged a DIY cloth bag painting workshop, enabling employees to experience a state of tranquility and relax their minds by painting simple but repetitive patterns. In addition, the Group has also participated in the Employee Assistance Programme provided by the Employee Service Consultancy, to help employees in need to deal with stress and emotional issues in their work and life. At the same time, to enhance employees' awareness and ability to handle emergency incidents, the Group has proactively contacted the Fire and Ambulance Services Academy to arrange the "Reviving Hearts" – Cardiopulmonary Resuscitation (CPR) and Automated External Defibrillator (AED) course for employees. It is hoped that through these courses, first aid knowledge will be improved, further ensuring the protection of life. In addition, the Group invites representatives from the Community Relations Department of the Independent Commission Against Corruption to hold anti-corruption seminars for new employees approximately once every two months. In addition to explaining the content of the regulations, case sharings will be conducted according to the nature of the industry to prevent employees from inadvertently breaking the law.

## 業務展望

本集團對業務前景充滿信心，積極擴展並優化銷售網絡，提供多樣性的旅遊產品，為客戶帶來更豐富、更多元的旅遊體驗和難忘的旅行回憶。此外，本集團將繼續增加人才資源、優化銷售管理、推出顧客忠誠計劃、預訂及承包飛機及郵輪座位，以保持競爭優勢。同時，探索戰略合作夥伴及發展機會，把握機遇以擴展業務及擴大收入來源。

雖然面對充滿挑戰的營商環境，本人深信憑藉本集團良好的企業形象，客戶和業務夥伴一直對我們給予鼎力支持，員工上下一心，齊心協力並竭誠服務，本集團在可預見的未來表現將持續穩步上升。謹此向各位股東、客戶、業務夥伴、管理團隊和全體員工致以衷心感謝。

主席兼執行董事  
袁文英  
香港，2024年8月23日

## BUSINESS PROSPECTS

The Group is confident about the outlook of its business and is actively expanding and optimising its sales network to provide a wide range of travel products to customers and bring them richer and more diversified travel experiences and unforgettable travel memories. Moreover, the Group will continue to increase human resources, optimise sales management, launch a customer loyalty program, book and arrange charter flight and cruise seats to maintain its competitive edge. At the same time, the Group will explore strategic partnerships and development opportunities to expand its business and broaden its sources of income.

Despite the challenging business environment, I am confident that with the Group's good corporate image, the continued strong support from our customers and business partners, and the collective efforts and dedicated services of our staff, the Group's performance will continue to improve steadily in the foreseeable future. I would like to express my sincere gratitude to our shareholders, customers and business partners, the management team and all staff.

Yuen Man Ying  
Chairman and Executive Director  
Hong Kong, 23 August 2024

# 管理層討論與分析

## Management Discussion and Analysis

### 集團概覽

2024年，國際航班恢復且全球旅遊基礎設施不斷完善，旅遊業得以重振。日本歷來是香港居民喜愛的旅遊目的地，而作為一家專門提供赴日旅遊產品的公司，本集團抓住了當前蓬勃發展的旅遊市場所帶來的機遇。同時，本集團亦於其他旅遊目的地實現可喜增長。此外，日圓持續疲弱刺激了赴日旅遊業的增長，包括來自香港的旅客。因此，本集團的旅遊相關業務及酒店業務於2024年上半年錄得增長。

於本期間，本集團的收益約759,300,000港元（截至2023年6月30日止六個月：540,100,000港元），升幅為40.6%。毛利約180,200,000港元（截至2023年6月30日止六個月：136,800,000港元），升幅為31.7%。本公司擁有人應佔溢利約34,100,000港元（截至2023年6月30日止六個月：20,700,000港元），升幅為64.9%。

於2024年上半年，本公司擁有人應佔溢利的每股基本盈利為6.79港仙（截至2023年6月30日止六個月：4.12港仙），升幅為64.8%。

### 業務概覽

本集團主要業務包括提供旅行團、獨立自由旅客（「自由行」）套票、個別旅遊元素（與自由行套票統稱為「自由行產品」）、輔助性旅行相關產品及服務與商品銷售，以及擁有、開發及經營酒店業務。

### GROUP OVERVIEW

In 2024, the resumption of international flights, coupled with continuous improvements in the global tourism infrastructure, has led to the revival of the tourism industry. Japan has long been a favoured destination for Hong Kong residents and as a company specialising in travel products to Japan, the Group capitalised on opportunities presented by the current thriving travel market. At the same time, the Group achieved satisfactory growth in other destinations. Furthermore, the continued weakness of the Japanese yen has encouraged growth in tourist flow to Japan, including visitors from Hong Kong. Consequently, the Group experienced growth in its Travel Related Business and Hotel Business in the first half of 2024.

During the Period, revenue of the Group amounted to approximately HK\$759.3 million (six months ended 30 June 2023: HK\$540.1 million), representing an increase of 40.6%. Gross profit amounted to approximately HK\$180.2 million (six months ended 30 June 2023: HK\$136.8 million), representing an increase of 31.7%. Profit attributable to owners of the Company amounted to approximately HK\$34.1 million (six months ended 30 June 2023: HK\$20.7 million), representing an increase of 64.9%.

Basic earnings per share for profit attributable to owners of the Company for the first half of 2024 was HK6.79 cents (six months ended 30 June 2023: HK4.12 cents), representing an increase of 64.8%.

### BUSINESS OVERVIEW

The principal activities of the Group comprise provision of package tours, free-independent travellers (“FIT”) packages, individual travel elements (together with FIT packages referred to as “FIT Products”), ancillary travel related products and services and sale of merchandises as well as the ownership, development and management of hotel business.

期間各業務分類的收益及毛利載列如下：

Revenue and gross profit from various business categories for the periods are set out as follows:

		截至6月30日止六個月 Six months ended 30 June					
		2024			2023		
		收益	毛利	毛利率	收益	毛利	毛利率
		Revenue	Gross profit	Gross profit margin	Revenue	Gross profit	Gross profit margin
		千港元	千港元	百分比	千港元	千港元	百分比
		HK\$'000	HK\$'000	%	HK\$'000	HK\$'000	%
旅行團	Package tours	662,800	111,490	16.8	450,515	87,458	19.4
自由行產品及輔助性旅行 相關產品及服務	FIT Products and ancillary travel related products and services	38,900	29,129	74.9	40,146	25,133	62.6
商品銷售	Sale of merchandises	395	144	36.5	4,485	1,494	33.3
出租酒店客房及 輔助性服務	Hotel room rental and ancillary services	64,380	39,486	61.3	52,608	22,761	43.3
抵銷*	Elimination*	(7,167)	-	-	(7,673)	-	-
<b>總計</b>	<b>Total</b>	<b>759,308</b>	<b>180,249</b>	<b>23.7</b>	<b>540,081</b>	<b>136,846</b>	<b>25.3</b>

\* 抵銷指酒店業務之源自分部內之收益。

\* Elimination refers to inter-segment revenue of hotel business.

## 旅行團

旅行團收益主要為向出境旅行團客戶收取的費用。於2024年上半年，多元化旅遊體驗需求的增加推動了香港出境旅遊市場的持續增長。本集團的旅行團業務亦隨之取得令人滿意的成績。

收益約662,800,000港元（截至2023年6月30日止六個月：450,500,000港元），升幅為47.1%及貢獻本集團收益總額87.3%（截至2023年6月30日止六個月：83.4%）。毛利約111,500,000港元（截至2023年6月30日止六個月：87,500,000港元），升幅為27.5%。

## PACKAGE TOURS

Revenue from package tours primarily comprises tour fees received from customers for outbound package tours. During the first half of 2024, an increasing demand for diverse travel experiences has driven prolonged growth in Hong Kong's outbound travel market. The Group's package tour business has achieved satisfactory result in accordance with that growth.

Revenue amounted to approximately HK\$662.8 million (six months ended 30 June 2023: HK\$450.5 million), representing an increase of 47.1% and contributing 87.3% to the Group's total revenue (six months ended 30 June 2023: 83.4%). Gross profit amounted to approximately HK\$111.5 million (six months ended 30 June 2023: HK\$87.5 million), representing an increase of 27.5%.



## 自由行產品及輔助性旅行相關產品及服務

自由行產品及輔助性旅行相關產品及服務收益主要為銷售機票、酒店住宿、公共交通票、主題公園門票、海外本地旅行團收入及旅行保險售賣服務的佣金收入。

儘管自由行產品收益有所增長，公共交通票及主題公園門票的銷售額因市場競爭而減少。因此，收益約38,900,000港元（截至2023年6月30日止六個月：40,100,000港元），降幅為3.1%及貢獻本集團收益總額5.1%（截至2023年6月30日止六個月：7.4%）。然而，毛利約29,100,000港元（截至2023年6月30日止六個月：25,100,000港元），升幅為15.9%。

## 商品銷售

於2023年10月底，本集團執行戰略決定，關閉所有「EGL Market」實體零售店。該舉措使本集團能夠整合其資源並將資源重點放在核心分部（即旅遊相關業務及酒店業務）上。

收益約400,000港元（截至2023年6月30日止六個月：4,500,000港元），降幅為91.2%及貢獻本集團收益總額0.1%（截至2023年6月30日止六個月：0.8%）。毛利約100,000港元（截至2023年6月30日止六個月：1,500,000港元），降幅為90.4%。

於本期間，就中期簡明綜合財務報表分部報告披露而言，該分部業績已併入旅遊相關業務。

## FIT PRODUCTS AND ANCILLARY TRAVEL RELATED PRODUCTS AND SERVICES

Revenue from FIT Products and ancillary travel related products and services mainly represents income from sale of air tickets, hotel accommodation, public transportation tickets, theme park admission tickets and local tours in overseas, and commission income from travel insurance services.

Although the revenue of FIT Products resulted in a growth, the sales of public transportation tickets and theme park admission tickets decreased because of market competitions. As a result, revenue amounted to approximately HK\$38.9 million (six months ended 30 June 2023: HK\$40.1 million), representing a decrease of 3.1% and contributing 5.1% to the Group's total revenue (six months ended 30 June 2023: 7.4%). However, the gross profit amounted to approximately HK\$29.1 million (six months ended 30 June 2023: HK\$25.1 million), representing an increase of 15.9%.

## SALE OF MERCHANDISES

At the end of October 2023, the Group executed a strategic decision to shut down all physical retail shops of "EGL Market". This move allowed the Group to consolidate its resources and refocus on its core segments: Travel Related Business and Hotel Business.

Revenue amounted to approximately HK\$0.4 million (six months ended 30 June 2023: HK\$4.5 million), representing a decrease of 91.2% and contributing 0.1% of the Group's total revenue (six months ended 30 June 2023: 0.8%). Gross profit amounted to approximately HK\$0.1 million (six months ended 30 June 2023: HK\$1.5 million), representing a decrease of 90.4%.

During the Period, the results of this segment was grouped into Travel Related Business for the purpose of the segment reporting in the interim condensed consolidated financial statements.

## 出租酒店客房及輔助性服務

本集團首家酒店「大阪逸の彩酒店」於2017年11月開始營運，為全球客戶提供優質的酒店服務。酒店內有354間客房可容納691名客戶，並毗連溫泉浴大樓。本期間酒店平均入住率為85.0%（截至2023年6月30日止六個月：78.9%）。

本集團第二家酒店「沖繩逸の彩溫泉度假酒店」於2020年12月開始營運，為全球客戶提供優質的酒店服務。酒店內有201間客房可容納480名客戶，並帶有戶外溫泉及泳池等設施。本期間酒店平均入住率為92.2%（截至2023年6月30日止六個月：73.5%）。

酒店營運的收益主要為租賃酒店客房所產生的收入。於本期間，收益約64,400,000港元（截至2023年6月30日止六個月：52,600,000港元），升幅為22.4%。撇除源自分部內之收益後，源自外部客戶之收益約57,200,000港元（截至2023年6月30日止六個月：44,900,000港元）及貢獻本集團收益總額7.5%（截至2023年6月30日止六個月：8.3%）。毛利約39,500,000港元（截至2023年6月30日止六個月：22,800,000港元），升幅為73.5%。

## HOTEL ROOM RENTAL AND ANCILLARY SERVICES

Osaka Hinode Hotel, the Group's first hotel, commenced its operation since November 2017. It provides quality hospitality services for guests from all over the world and has a capacity of 354 rooms for 691 guests with a hot spring bath building adjacent to it. The hotel's average occupancy rate for the Period was 85.0% (six months ended 30 June 2023: 78.9%).

Okinawa Hinode Resort & Hot Spring Hotel, the Group's second hotel, commenced its operation since December 2020. It provides quality hospitality services for guests from all over the world and has a capacity of 201 rooms for 480 guests with the facilities ranging from outdoor hot spring to swimming pool. The hotel's average occupancy rate for the Period was 92.2% (six months ended 30 June 2023: 73.5%).

Revenue from hotel operation mainly represents income generated from letting the hotel rooms. During the Period, the revenue amounted to approximately HK\$64.4 million (six months ended 30 June 2023: HK\$52.6 million), representing an increase of 22.4%. Revenue from external customers, which was net of inter-segment revenue, amounted to approximately HK\$57.2 million (six months ended 30 June 2023: HK\$44.9 million) and contributing 7.5% to the Group's total revenue (six months ended 30 June 2023: 8.3%). Gross profit amounted to approximately HK\$39.5 million (six months ended 30 June 2023: HK\$22.8 million), representing an increase of 73.5%.

## 財務回顧

### 主要財務比率

## FINANCIAL REVIEW

### KEY FINANCIAL RATIOS

		截至6月30日止六個月 Six months ended 30 June	
		2024	2023
毛利率	Gross profit margin	<b>23.7%</b>	25.3%
經營利潤率 <sup>(1)</sup>	Operating profit margin <sup>(1)</sup>	<b>6.9%</b>	6.9%
淨利率 <sup>(2)</sup>	Net profit margin <sup>(2)</sup>	<b>4.5%</b>	3.8%
利息覆蓋率 <sup>(1)</sup>	Interest coverage ratio <sup>(1)</sup>	<b>7.2倍times</b>	2.9倍times
總資產回報率 <sup>(2)</sup>	Return on total assets <sup>(2)</sup>	<b>4.3%</b>	2.2%
本公司擁有人應佔 權益回報率 <sup>(2)</sup>	Return on equity attributable to owners of the Company <sup>(2)</sup>	<b>55.6%</b>	70.1%
		於2024年 6月30日 As at 30 June 2024	於2023年 12月31日 As at 31 December 2023
流動比率	Current ratio	<b>1.0倍time</b>	1.0倍time
槓桿比率	Gearing ratio		
總借款除以總資產	Total borrowings over total assets	<b>51.1%</b>	57.8%
淨債務除以股東權益	Net debts over equity	<b>357.6%</b>	684.0%

(1) 溢利於計算上指融資成本及稅項前的溢利。

(1) Profit in calculation refers to the profit before finance costs and taxation.

(2) 溢利於計算上指本公司擁有人應佔溢利。

(2) Profit in calculation refers to the profit attributable to owners of the Company.

## 收益及毛利

請參閱上文「管理層討論與分析－業務概覽」分節有關本集團收益及毛利的討論。

## REVENUE AND GROSS PROFIT

Please refer to the discussion on the Group's revenue and gross profit in the sub-section headed "Management Discussion and Analysis – Business Overview" above.

## 銷售開支

前線員工成本構成本集團銷售開支的主要部分。銷售開支約41,400,000港元(截至2023年6月30日止六個月:32,600,000港元),升幅為27.1%。此增加主要是由於為應對旅行團數量增加以及2023年下半年新開設實體分店而招聘更多前線員工,導致員工成本增加。

## 行政開支

僱員成本、董事薪酬、租金、差餉及管理費、酒店水電雜費以及物業、廠房及設備的折舊構成本集團行政開支的主要部分。行政開支約84,500,000港元(截至2023年6月30日止六個月:74,200,000港元),升幅為13.9%。此增加主要是由於上述因素導致員工成本增加所致。

## 融資成本

用於撥付建設及裝修酒店樓宇及溫泉浴大樓、購買旅遊巴士及旅遊相關業務日常營運之銀行借款於本期間產生融資成本約1,600,000港元(截至2023年6月30日止六個月:2,000,000港元)。

基於來自一家關連公司大寶行有限公司(「大寶行」)的貸款的貼現現金流量,於本期間產生融資成本約4,900,000港元(截至2023年6月30日止六個月:9,900,000港元)。融資成本減少主要是由於該等貸款自2023年4月開始一連串提前償還。

根據香港財務報告準則第16號「租賃」,本期間有關本集團租賃負債的融資成本約800,000港元(截至2023年6月30日止六個月:700,000港元)。

## SELLING EXPENSES

Frontline staff costs contributed the majority of selling expenses of the Group. Selling expenses amounted to approximately HK\$41.4 million (six months ended 30 June 2023: HK\$32.6 million), representing an increase of 27.1%. Such increase was primarily attributed to the increase in staff costs arising from hiring additional frontline staff to handle the growth in package tours and the new brick and mortar branches opened in the second half of 2023.

## ADMINISTRATIVE EXPENSES

Employee costs, directors' remuneration, rent, rates and management fee, utilities expenses of hotels and depreciation on property, plant and equipment contributed the majority of administrative expenses of the Group. Administrative expenses amounted to approximately HK\$84.5 million (six months ended 30 June 2023: HK\$74.2 million), representing an increase of 13.9%. Such increase was attributed primarily to higher staff costs resulting from the factors mentioned above.

## FINANCE COSTS

Finance costs of approximately HK\$1.6 million (six months ended 30 June 2023: HK\$2.0 million) were incurred for the Period on the bank borrowings which were used to finance the construction and decoration of hotel buildings and hot spring bath building, acquisition of travel buses and daily operations of the Travel Related Business.

Based on discounted cash flows of the loans from a related company, Great Port Limited ("Great Port"), finance costs of approximately HK\$4.9 million (six months ended 30 June 2023: HK\$9.9 million) were incurred for the Period. The decrease in finance costs was attributed to series of early repayments to these loans which commenced in April 2023.

Finance costs on the lease liabilities of the Group of approximately HK\$0.8 million (six months ended 30 June 2023: HK\$0.7 million) were incurred for the Period in accordance with HKFRS 16 "Leases".

## 所得稅開支

本期間的所得稅開支約10,700,000港元（截至2023年6月30日止六個月：3,800,000港元）。其增加主要是由於本期間香港及日本較高的應課稅利潤以及使用之前年度稅項虧損導致遞延稅項開支增加所致。

## 股息

董事會不建議派付截至2024年6月30日止六個月的中期股息（2023年中期股息：零港元）。

於2023年12月14日，董事會已宣派截至2023年12月31日止年度本公司每股7港仙的特別股息，共計約35,172,000港元。股息已於2024年1月18日派發。

## 利息覆蓋率

本集團於本期間的利息覆蓋率為7.2倍（截至2023年6月30日止六個月：2.9倍）。該增加主要是由於旅遊市場及酒店業務增長導致融資成本及稅項前溢利增加，以及來自一家關連公司的貸款產生的融資成本減少（誠如上文所述理由）所致。

利息覆蓋率定義為融資成本及稅項前溢利除以融資成本。

## 毛利率、經營利潤率及淨利率

有關毛利率、經營利潤率及淨利率的變動，請參閱上文已討論之因素。

## 流動比率

於2024年6月30日，本集團的流動比率穩定在1.0倍（於2023年12月31日：1.0倍）。

## INCOME TAX EXPENSES

Income tax expenses for the Period amounted to approximately HK\$10.7 million (six months ended 30 June 2023: HK\$3.8 million). The increase was mainly due to higher assessable profits from Hong Kong and Japan for the Period as well as an increase of deferred tax expense resulting from utilising tax losses from previous years.

## DIVIDEND

The Board did not recommend the payment of an interim dividend for the six months ended 30 June 2024 (interim dividend for 2023: HK\$Nil).

On 14 December 2023, the Board declared a special dividend of 7 Hong Kong cents per share of the Company totalling approximately HK\$35,172,000 for the year ended 31 December 2023. The dividends have been distributed on 18 January 2024.

## INTEREST COVERAGE RATIO

Interest coverage ratio of the Group for the Period was recorded at 7.2 times (six months ended 30 June 2023: 2.9 times). The increase was mainly contributed by the increase in profit before finance costs and taxation, which resulted from the growth of the travel market and hotel business, and the decrease in finance costs incurred on loans from a related company for the reasons mentioned above.

Interest coverage ratio is defined to be dividing profit before finance costs and taxation by finance costs.

## GROSS PROFIT MARGIN, OPERATING PROFIT MARGIN AND NET PROFIT MARGIN

For the changes in gross profit margin, operating profit margin and net profit margin, please refer to the factors already discussed above.

## CURRENT RATIO

As at 30 June 2024, the Group's current ratio remained stable at 1.0 time (as at 31 December 2023: 1.0 time).

## 槓桿比率

## GEARING RATIO

		於2024年 6月30日 As at 30 June 2024 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 千港元 HK\$'000	增加/ (減少) Increase/ (Decrease) 千港元 HK\$'000
<b>槓桿比率－總借款除以總資產</b>	<b>Gearing ratio – Total borrowings over total assets</b>			
銀行借款	Bank borrowings	259,556	313,009	(53,453)
關連公司貸款	Loans from a related company	148,858	182,741	(33,883)
總借款 (附註a)	Total borrowings (note a)	408,414	495,750	(87,336)
總資產	Total assets	799,211	858,241	(59,030)
槓桿比率	Gearing ratio	51.1%	57.8%	(6.7) 個百分點 percentage points
<b>槓桿比率－淨債務除以股東權益</b>	<b>Gearing ratio – Net debts over equity</b>			
總借款 (附註a)	Total borrowings (note a)	408,414	495,750	(87,336)
租賃負債	Lease liabilities	39,500	48,465	(8,965)
總債務 (附註b)	Total debts (note b)	447,914	544,215	(96,301)
減：銀行存款及庫存現金	Less: Cash at banks and on hand	(228,328)	(219,940)	(8,388)
		219,586	324,275	(104,689)
股東權益 (附註c)	Equity (note c)	61,399	47,408	13,991
槓桿比率	Gearing ratio	357.6%	684.0%	(326.4) 個百分點 percentage points



附註：

- (a) 總借款包括銀行借款及關連公司貸款。
- (b) 總債務包括銀行借款、關連公司貸款及租賃負債。
- (c) 股東權益包括本公司擁有人應佔所有資本及儲備。

槓桿比率—總借款除以總資產的略微減少是由於提前償還關連公司大實行貸款及分期償還銀行借款令總借款減少被總資產減少抵銷所致。

槓桿比率—淨債務除以股東權益的減少主要是由於提前償還關連公司大實行貸款及分期償還銀行借款令總債務減少所致。

### 總資產回報率及本公司擁有人應佔權益回報率

於本期間，總資產回報率及本公司擁有人應佔權益回報率分別為4.3%（截至2023年6月30日止六個月：2.2%）及55.6%（截至2023年6月30日止六個月：70.1%）。

總資產回報率上升主要是由於旅遊市場及酒店業務增長令本公司擁有人應佔溢利增加以及非流動資產減少所致。

股東權益回報率下降主要是由於本公司擁有人應佔溢利增幅小於本公司擁有人應佔權益增幅所致。

Notes:

- (a) Total borrowings comprise bank borrowings and loans from a related company.
- (b) Total debts comprise bank borrowings, loans from a related company and lease liabilities.
- (c) Equity comprises all capital and reserves attributable to owners of the Company.

The slight decrease in gearing ratio – total borrowings over total assets was due to the decrease in total borrowings resulting from early repayments of loans from a related company, Great Port, and the installment repayments of bank borrowings offset by the decrease in total assets.

The decrease in gearing ratio – net debts over equity was mainly attributable to the decrease in total debts resulting from early repayments of loans from a related company, Great Port, and the installment repayments of bank borrowings.

### RETURN ON TOTAL ASSETS AND RETURN ON EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY

Return on total assets and return on equity attributable to owners of the Company during the Period were 4.3% (six months ended 30 June 2023: 2.2%) and 55.6% (six months ended 30 June 2023: 70.1%) respectively.

The increase in return on total assets was mainly due to the increase in profit attributable to owners of the Company resulted from the growth of the travel market and hotel business, and the decrease in non-current assets.

The decrease in return on equity was mainly due to the increment in profit attributable to owners of the Company being less than the increment in the equity attributable to owners of the Company.

## 資本結構、流動資金與財務資源

就2017年10月竣工的「大阪逸の彩酒店」而言，於2024年6月30日銀行借款之賬面值約2,487,200,000日圓（相當於約119,600,000港元）（於2023年12月31日：2,663,600,000日圓（相當於約146,000,000港元））。還款期限為須於12年內償還。

就2019年3月竣工的大阪溫泉浴大樓而言，於2024年6月30日銀行借款之賬面值約397,900,000日圓（相當於約19,100,000港元）（於2023年12月31日：422,500,000日圓（相當於約23,200,000港元））。還款期限為須於12年內償還。

就2020年10月竣工的「沖繩逸の彩溫泉度假酒店」而言，於2024年6月30日銀行借款之賬面值約2,515,600,000日圓（相當於約120,900,000港元）（於2023年12月31日：2,572,700,000日圓（相當於約141,000,000港元））。還款期限為須於26年內償還。

就2017年購買的五輛旅遊巴士而言，銀行借款已於本期間悉數償還且於2024年6月30日概無未償還結餘（於2023年12月31日：50,900,000日圓（相當於約2,800,000港元））。

就關連公司大寶行的貸款而言，本集團已於本期間提前償還本金總額40,000,000港元。於2024年6月30日，未償還貸款的賬面值約148,900,000港元（於2023年12月31日：182,700,000港元）。所有該等貸款均為無抵押，須於2026年1月1日償還。

## CAPITAL STRUCTURE, LIQUIDITY AND FINANCIAL RESOURCES

Regarding the construction of Osaka Hinode Hotel completed in October 2017, the carrying amount of the bank borrowings as at 30 June 2024 amounted to approximately Japanese Yen (“JPY”) 2,487.2 million (equivalent to approximately HK\$119.6 million) (as at 31 December 2023: JPY2,663.6 million (equivalent to approximately HK\$146.0 million)). The repayment term is payable in 12 years.

For the construction of the hot spring bath building in Osaka completed in March 2019, the carrying amount of the bank borrowings as at 30 June 2024 amounted to approximately JPY397.9 million (equivalent to approximately HK\$19.1 million) (as at 31 December 2023: JPY422.5 million (equivalent to approximately HK\$23.2 million)). The repayment term is payable in 12 years.

With respect to the construction of Okinawa Hinode Resort & Hot Spring Hotel completed in October 2020, the carrying amount of the bank borrowings as at 30 June 2024 amounted to approximately JPY2,515.6 million (equivalent to approximately HK\$120.9 million) (as at 31 December 2023: JPY2,572.7 million (equivalent to approximately HK\$141.0 million)). The repayment term is payable in 26 years.

With regard the acquisition of five travel buses in 2017, the bank borrowings were fully repaid during the Period and no outstanding balance remained as at 30 June 2024 (as at 31 December 2023: JPY50.9 million (equivalent to approximately HK\$2.8 million)).

Regarding the loans from a related company, Great Port, the Group made early repayments of a total principal amount of HK\$40.0 million during the Period. The carrying amount of the outstanding loans amounted to approximately HK\$148.9 million as at 30 June 2024 (as at 31 December 2023: HK\$182.7 million). All these loans are unsecured and repayable on 1 January 2026.

除上述項目外，本集團以其本身資本為其營運提供資金，於2024年6月30日本公司擁有人應佔權益總額約61,400,000港元（於2023年12月31日：47,400,000港元）。於2024年6月30日，本集團銀行存款及庫存現金約228,300,000港元（於2023年12月31日：219,900,000港元）。銀行存款及庫存現金主要以港元計值，約佔54.7%（於2023年12月31日：62.1%）、日圓約佔17.7%（於2023年12月31日：20.1%）、歐元約佔3.4%（於2023年12月31日：1.6%）及澳門元約佔13.6%（於2023年12月31日：8.4%）。

## 資產抵押

於2024年6月30日，「沖繩逸の彩溫泉度假酒店」、「大阪逸の彩酒店」及溫泉浴大樓的物業、廠房及設備及若干於日本抵押銀行結餘共約347,900,000港元（於2023年12月31日：399,400,000港元（包括旅遊巴士））已就「管理層討論與分析－財務回顧－資本結構、流動資金與財務資源」分節內所述的於日本之銀行借款作出抵押。

此外，於2024年6月30日，本集團已抵押銀行存款約10,100,000港元（於2023年12月31日：10,200,000港元）。除上文所述於日本之該等抵押銀行結餘外，大部分抵押銀行存款乃抵押予香港及澳門的若干持牌銀行以取得代表本集團向若干第三方出具的擔保函。連同本公司提供之企業擔保及若干執行董事為維持對本集團管理及業務的控制權而提供之承諾，本集團總擔保額約10,000,000港元（於2023年12月31日：10,400,000港元），主要向本集團分店業主及供應商（如航空運輸協會、航空公司及酒店）出具，以向應付供應商的本集團貿易應付賬餘額提供擔保。

除上文所披露者外，於2024年6月30日，本集團概無其他資產抵押（於2023年12月31日：無）。

Other than the above, the Group financed its operation with its own capital, with the total equity attributable to owners of the Company as at 30 June 2024 amounted to approximately HK\$61.4 million (as at 31 December 2023: HK\$47.4 million). As at 30 June 2024, the Group's cash at banks and on hand amounted to approximately HK\$228.3 million (as at 31 December 2023: HK\$219.9 million). Cash at banks and on hand were mainly denominated in Hong Kong Dollar accounting for approximately 54.7% (as at 31 December 2023: 62.1%), Japanese Yen accounting for approximately 17.7% (as at 31 December 2023: 20.1%), Euro accounting for approximately 3.4% (as at 31 December 2023: 1.6%), and Macau Pataca accounting for approximately 13.6% (as at 31 December 2023: 8.4%).

## PLEDGE OF ASSETS

As at 30 June 2024, property, plant and equipment of Okinawa Hinode Resort & Hot Spring Hotel and Osaka Hinode Hotel together with the hot spring bath building and certain pledged bank balances in Japan of approximately HK\$347.9 million in total (as at 31 December 2023: HK\$399.4 million including travel buses) were pledged for the bank borrowings in Japan as mentioned in the sub-section headed "Management Discussion and Analysis – Financial Review – Capital Structure, Liquidity and Finance Resources".

Also, as at 30 June 2024, the Group had pledged bank deposits of approximately HK\$10.1 million (as at 31 December 2023: HK\$10.2 million). Excluding those pledged bank balances in Japan mentioned above, majority of the pledged bank deposits were pledged to certain licensed banks in Hong Kong and Macau to secure letters of guarantees issued to certain third parties on behalf of the Group. Together with corporate guarantee provided by the Company and undertakings provided by the certain executive Directors to maintain the control over the management and business of the Group, the Group's total guarantees amounted to approximately HK\$10.0 million (as at 31 December 2023: HK\$10.4 million), which were mainly issued to the Group's branch shop landlords and suppliers, such as air transport association, airlines and hotels in order to guarantee the Group's trade payable balances due to the suppliers.

Save as disclosed above, the Group had no other pledge of assets as at 30 June 2024 (as at 31 December 2023: Nil).

## 資本承擔及未來資本開支

於2024年6月30日，本集團的資本承擔約900,000港元（於2023年12月31日：900,000港元）用作購置旅遊相關業務的物業、廠房及設備。

本集團目前計劃透過使用內部資源撥付未來資本開支。

## 或有負債

董事認為於2024年6月30日並無任何重大或有負債（於2023年12月31日：無）。

## 重大收購及出售

於本期間，本集團並無進行附屬公司、聯營公司或合營企業的重大收購或出售。

於截至2023年6月30日止六個月內，本集團以現金代價400,000港元認購日盛商事（香港）有限公司（「日盛」）40%股權。此外，本集團於2023年6月向日盛授出400,000港元的計息貸款並於2023年8月再次授出400,000港元的計息貸款。日盛的主要業務為(a)食品、個人護理及美容產品之進口、批發及零售；及(b)食品加工。本集團最初預期對日盛的投資將促進商品銷售業務。如上文所述，本集團於2023年10月縮減了商品銷售業務分部的規模。收購該投資的最初理由已不再與其有關。營運業績亦不及預期。本集團已悉數撤銷該投資及貸款。除上文所披露者外，於截至2023年6月30日止六個月內，本集團並無進行其他附屬公司、聯營公司或合營企業的重大收購或出售。

## 重大投資

於本期間，本集團並無持有重大投資（截至2023年6月30日止六個月：無）。

## CAPITAL COMMITMENTS AND FUTURE CAPITAL EXPENDITURES

As at 30 June 2024, the Group had capital commitment of approximately HK\$0.9 million (as at 31 December 2023: HK\$0.9 million) to acquire property, plant and equipment for its Travel Related Business.

The Group currently intends to finance future capital expenditures by utilising internal resources.

## CONTINGENT LIABILITIES

The Directors considered that there were no material contingent liabilities as at 30 June 2024 (as at 31 December 2023: Nil).

## MATERIAL ACQUISITIONS AND DISPOSALS

During the Period, there was no material acquisition or disposal of subsidiaries, associates or joint ventures of the Group.

During the six months ended 30 June 2023, the Group subscribed 40% equity interest in Nissay Shoji (HK) Company Limited ("Nissay") by a cash consideration of HK\$0.4 million. In addition, the Group advanced interest-bearing loans to Nissay of HK\$0.4 million in June 2023 and another HK\$0.4 million in August 2023. Nissay's primary businesses are (a) importing, wholesaling and retailing of food, personal care and beauty products; and (b) food processing. The Group initially expected that the investment in Nissay would facilitate the Sale of Merchandises Business. In October 2023, the Group scaled down the Sale of Merchandises Business segment as mentioned above. The initial reason for acquiring this investment was no longer relevant. Also, the operation result did not perform as expected. The Group fully wrote off the investment and the loans. Save as disclosed above, there was no other material acquisition or disposal of subsidiaries, associates or joint ventures of the Group during the six months ended 30 June 2023.

## SIGNIFICANT INVESTMENTS

During the Period, there was no significant investment held by the Group (six months ended 30 June 2023: Nil).

## 外匯風險及財政政策

外匯風險乃指由本集團所承擔向客戶收取款項與向供應商付款可能因當時外匯波動而無法對賬的風險。於2023年12月31日，本集團之前為對沖浮息銀行借款之利率風險及現金流量變動風險而與一家日本銀行訂立的一份浮動至固定利率掉期合約已到期。除前述掉期合約外，本集團並無倚賴對沖安排，而已實施外匯風險管理程序密切監控風險承擔。該等程序防止持有過多外幣現金餘額，其中購買外幣金額已限定為估計一週銷售額所需旅遊元素相應成本，以減低有關外匯風險承擔。外匯風險管理程序的目標為限定與一週產生的外幣計值旅遊元素成本相關的外匯風險承擔。該等程序不允許本集團對日後外匯波動作出任何判斷，而營運人員須嚴格遵守相關操作步驟。本集團將不時檢討該等程序，並於需要時作出適當變動。除交易外匯風險外，集團實體的資產及負債主要以各自的功能貨幣計值。本集團的財政管理政策乃將盈餘現金主要存入香港、澳門及日本的持牌銀行作為銀行存款。此外，營運資金亦集中管理以確保資金的妥善及有效收集與調度，並確保資金充足可償還到期債務。於本期間，錄得外匯虧損淨額約3,000,000港元（截至2023年6月30日止六個月：3,500,000港元）。

## FOREIGN CURRENCY EXCHANGE RISK AND TREASURY POLICIES

Foreign currency exchange risk exposure is encountered by the Group to the extent that receipt from customers and payments to suppliers may not be reconciled, subject to prevailing foreign currency fluctuations. As at 31 December 2023, the Group's previous floating to fixed interest rate swap contract with a bank in Japan to hedge its exposure to interest rate risk and cash flow changes of its floating-rate bank borrowings was matured. Other than the aforesaid swap contract, the Group did not rely on hedging arrangements. The Group had implemented foreign exchange risk management procedures to closely monitor the risk exposure. The procedures were established to prevent carrying excessive cash balance in foreign currencies, of which the purchase amounts were limited to the corresponding costs of travel elements based on estimated sales amount for one week, to cover the foreign exchange risk exposure in connection. The objective of the foreign exchange risk management procedures is to cover the foreign exchange risk exposure in connection with those costs of travel elements denominated in foreign currencies to be incurred for one week. The procedures do not allow us to exercise any judgement over the future direction of foreign exchange fluctuation and are strict procedural steps for the operational staff to follow. The Group will review the procedures from time to time and make appropriate changes when necessary. Other than the transactional foreign currency exchange risk, assets and liabilities of the group entities are mainly denominated in its respective functional currency. The Group's treasury management policy is to place surplus cash into bank deposits with licensed banks mainly in Hong Kong, Macau and Japan. Also, working capital are centrally managed to ensure proper and efficient collection and deployment of funds, and sufficient funds to settle liabilities when they fall due. Net exchange loss of approximately HK\$3.0 million was recorded during the Period (six months ended 30 June 2023: HK\$3.5 million).



## 人力資源及僱員薪酬

於2024年6月30日，本集團僱員總數452名（於2023年12月31日：419名），其中139名（於2023年12月31日：123名）為全職領隊及導遊。僱員薪酬待遇乃參考市場資料及個人表現釐定並定期檢討。薪酬政策將由董事會不時審閱。董事酬金由董事會轄下薪酬委員會於考慮本集團的經營業績、個人表現及與市況比較後釐定。除基本薪酬外，本集團亦為僱員提供醫療保險、公積金及其他實物福利。為加強人員培訓及發展，本集團提供一系列僱員培訓計劃，旨在加速專業發展並物色勝任人士及多元化團隊的人才。具潛能的員工將根據晉升計劃加以培育及發展，並最終出任管理職位。為吸引及挽留對本集團的業務發展有利的最優秀人才，新購股權計劃（「新購股權計劃」）已於2024年5月31日獲採納，以取代於2014年11月13日採納的購股權計劃（「舊購股權計劃」）。根據新購股權計劃，購股權可授予合資格僱員，以激勵及鼓勵彼等為本集團持續增長及達至成功作出貢獻，並透過使彼等與股東的利益一致推動本集團在財務上取得長期成功。於本期間，概無任何購股權根據舊購股權計劃及新購股權計劃獲授出、註銷、失效或行使（截至2023年6月30日止六個月：無）。除上文所披露者外，於本期間，本集團的薪酬政策、花紅、購股權計劃及培訓計劃並無重大變動（截至2023年6月30日止六個月：無）。

## 策略及展望

本集團對旅遊市場前景持樂觀態度並預期2024年的出境旅遊需求將持續增長。儘管市場波動，本集團管理層對香港充滿活力的經濟保持審慎樂觀態度。

## HUMAN RESOURCES AND EMPLOYEES' REMUNERATION

As at 30 June 2024, the Group had a total workforce of 452 employees (as at 31 December 2023: 419), of which 139 (as at 31 December 2023: 123) were full-time tour leaders and escort guides. Employees' remuneration packages are determined with reference to the market information and individual performance and will be reviewed on a regular basis. The remuneration policy will be reviewed by the Board from time to time. Emoluments of Directors are determined by the remuneration committee of the Board after considering the Group's operating results, individual performance and comparing with market conditions. In addition to basic remuneration, the Group also provides medical insurance, provident funds and other benefits in kind to the employees. To intensify personnel training and development, the Group provides a series of employee training programmes, which aims to accelerate professional growth and identify competences and talents of diversified teams. High potential staff will be groomed and developed intensively according to the promotion plan towards the management level. To attract and retain the best quality personnel for the Group's business development, a new share option scheme has been adopted on 31 May 2024 (the "New Share Option Scheme") for the replacement of the share option scheme adopted on 13 November 2014 (the "Old Share Option Scheme"). Pursuant to the New Share Option Scheme, share options may be granted to eligible employees and give them incentives and motivations to contribute to the Group's continued growth and success, and to promote the long term financial success of the Group by aligning their interests to the ones of shareholders. During the Period, no share options were granted, cancelled, lapsed or exercised under the Old Share Option Scheme and the New Share Option Scheme (six months ended 30 June 2023: Nil). Save as disclosed above, there was no significant change in the remuneration policies, bonus, share option scheme and training scheme of the Group during the Period (six months ended 30 June 2023: Nil).

## STRATEGIES AND OUTLOOK

The Group holds a positive outlook on the travel market and expects a sustained growth in outbound travel demand in 2024. The management of the Group remains cautiously optimistic about Hong Kong's vibrant economy, despite market fluctuations.



除了日本（仍然是本集團旅遊產品的主要目的地）外，本集團已不斷推出其他目的地的多種優質環球特色旅行團及自由行套票以滿足不斷轉變的客戶需求。值得注意的是，「北上」的趨勢在香港市民中漸受歡迎，因此，本集團已在擴大其中國深度旅遊方向的旅行團產品。無論如何，本集團將繼續探索新機遇並嘗試不同方式，以在不斷變化的旅遊市場中獲得洞察力及競爭力。

為提高旅遊行程的靈活性及確保航班的供應，本集團將繼續安排包機和遊輪，以促進銷售及提升品牌形象。

為增強本集團競爭力，本集團將開展各種推廣活動並建立客戶忠誠度計劃以擴大其客戶群。本集團還將利用社交媒體平台及數字渠道提升品牌知名度，並推廣各種潮流產品。

自2023年9月以來，本集團在香港經營8家分店，在澳門經營1家分店。然而，為了提高前線員工運用效率，將軍澳的分店於2024年8月暫時關閉，本集團仍評估該分店的延續及同時與業主協商。為追求生產力優化，本集團將繼續探索及尋求機會擴建及重組分店網絡。

鑒於本期間的財務業績，本集團預計將擁有足夠營運資金為其未來營運提供資金，但仍將對現金狀況保持謹慎。超出營運資金的現金將用於降低本集團的槓桿水平。本集團將探索更多收入來源，以加快實現該目標。

本集團具備優越條件於市場上提供優質服務及產品。本集團對香港經濟抱持信心，並致力於重新獲得前進的動力及逐步強化自身實力。憑藉努力不懈的專業團隊及管理層，本集團完全有能力克服未來挑戰及保持市場領先地位，同時為股東、客戶及業務合作夥伴創造長遠價值。

Aside from Japan, which is still the major destination for the Group's travel products, the Group continues to introduce a wide range of high-quality international special package tours and FIT Packages of other destinations in order to meet the ever-changing customer demands. Notably, the trend of "tripping north" has gained popularity among Hong Kong residents and, as such, the Group has been expanding its tour package products in the direction of in-depth travel tours in China. Regardless, the Group will continue to explore new opportunities and experiment with different approaches to gain insights and competitiveness in the evolving travel market.

As part of the Group's efforts to improve tour schedule flexibility and secure flight availability, the Group will continue to arrange charter flights and cruises to facilitate sales and reinforce its brand image.

To strengthen the Group's competitiveness, the Group will lay out a variety of promotional activities and establish a customer loyalty program to expand its customer base. The Group will also make use of social media platforms and digital channels to enhance brand awareness, and promote the variety of trending products.

Since September 2023, the Group has been operating 8 branches in Hong Kong and 1 branch in Macau, but in order to streamline frontline staff utilisation, the branch in Tseung Kwan O is temporarily closed in August 2024. The continuation of this branch is being assessed by the Group and is under negotiation with the landlord simultaneously. To pursue productivity optimization, the Group will continue to explore and look for opportunities of branch network expansion and restructuring.

In view of the financial performance for the Period, the Group anticipates there will be sufficient working capital to fund its future operations but will remain cautious on the cash position. Cash in excess of working capital will be utilised to reduce the Group's gearing. The Group will explore additional sources of income to expedite the process.

The Group is well positioned in the market to provide high-quality services and products. The Group is confident in Hong Kong's economy and is committed to regaining momentum and strengthening itself gradually. With a dedicated professional team and management, the Group is well positioned to overcome the challenges ahead and maintain its leading market position while creating long-term value for shareholders, customers, and business partners.

## 其他資料 Other Information

### 企業管治常規

本公司深明企業透明度及問責制度的重要性。本公司致力於達致高水平的企業管治，同時亦透過有效的企業管治程序帶領本集團取得更好的業績及提升企業形象。於截至2024年6月30日止六個月內，董事會認為本公司已應用香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄C1所載之企業管治守則之原則並遵守所有適用守則條文。

### 董事的證券交易

本公司已採納上市規則附錄C3所載的上市發行人董事進行證券交易的標準守則（「標準守則」）作為其自身就董事進行證券交易的行為守則。經向董事作出具體查詢，全體董事確認彼等於截至2024年6月30日止六個月期間均已遵守標準守則所載的規定標準。

### 購買、出售或贖回本公司之上市證券

於截至2024年6月30日止六個月內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

### CORPORATE GOVERNANCE PRACTICES

The Company recognises the importance of corporate transparency and accountability. The Company is committed to achieving a high standard of corporate governance and leading the Group to attain better results and improve its corporate image with effective corporate governance procedures. During the six months ended 30 June 2024, the Board is of opinion that the Company has applied the principles and complied with all the applicable code provisions of the Corporate Governance Code contained in Appendix C1 to the Rules (the “Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

### DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) set out in Appendix C3 to the Listing Rules as its own code of conduct regarding securities transactions by the Directors. Having made specific enquiry of the Directors, all the Directors confirmed that they have complied with the required standard set out in the Model Code throughout the six months ended 30 June 2024.

### PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S LISTED SECURITIES

During the six months ended 30 June 2024, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities.

## 董事於股份、相關股份及債權證中之權益及淡倉

於2024年6月30日，董事及本公司最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債權證中擁有本公司根據證券及期貨條例第352條須予備存之登記冊所記錄，或根據標準守則須知會本公司及聯交所之權益及淡倉如下：

### (i) 於本公司股份之好倉

董事姓名	身分	持有本公司 股份數目	權益總額	佔本公司 已發行股本 概約百分比
Name of Director	Capacity	Number of Shares Held in the Company	Total Interests	Approximate % of the Issued Share Capital of the Company
袁文英先生（「袁先生」） Mr. Yuen Man Ying （「Mr. Yuen」）	實益擁有人 Beneficial owner 配偶的權益 Interest of spouse	840,000  656,000 <i>(附註1) (Note 1)</i>	1,496,000	0.30%
禰國全先生（「禰先生」） Mr. Huen Kwok Chuen （「Mr. Huen」）	實益擁有人 Beneficial owner 於受控制法團的權益 Interest of a controlled corporation	500,000  16,728,000 <i>(附註2) (Note 2)</i>	17,228,000	3.43%
梁成釗先生（「梁先生」） Mr. Leung Shing Chiu （「Mr. Leung」）	實益擁有人 Beneficial owner	7,216,000	7,216,000	1.44%

## DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2024, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

### (i) LONG POSITIONS IN SHARES OF THE COMPANY

其他資料  
Other Information

董事姓名	身分	持有本公司 股份數目	權益總額	佔本公司 已發行股本 概約百分比
Name of Director	Capacity	Number of Shares Held in the Company	Total Interests	Approximate % of the Issued Share Capital of the Company
李寶芬女士 (「李女士」) Ms. Lee Po Fun ("Ms. Lee")	實益擁有人 Beneficial owner 配偶的權益 Interest of spouse	656,000  840,000 (附註3) (Note 3)	1,496,000	0.30%
鄭存漢先生 Mr. Cheang Chuen Hon	實益擁有人 Beneficial owner	6,000	6,000	0.00%

附註：

- (1) 袁先生為李女士之配偶，故根據證券及期貨條例第XV部，其被視為於李女士所實益擁有之656,000股本公司普通股股份（「股份」）中擁有權益。
- (2) 國麗控股有限公司（「國麗」）（由禰先生直接全資擁有）持有16,728,000股股份。
- (3) 李女士為袁先生之配偶，故根據證券及期貨條例第XV部，其被視為於袁先生所實益擁有之840,000股股份中擁有權益。

Notes:

- (1) Mr. Yuen was deemed to be interested in 656,000 ordinary shares of the Company (the "Shares") beneficially owned by Ms. Lee by virtue of his being the spouse of Ms. Lee for the purpose of Part XV of the SFO.
- (2) The 16,728,000 Shares were held by Kwok Lai Holdings Limited ("Kwok Lai"), which is wholly-owned by Mr. Huen directly.
- (3) Ms. Lee was deemed to be interested in 840,000 Shares beneficially owned by Mr. Yuen by virtue of her being the spouse of Mr. Yuen for the purpose of Part XV of the SFO.

(II) 於本公司相聯法團股份之好倉

(II) LONG POSITIONS IN SHARES OF THE ASSOCIATED CORPORATION OF THE COMPANY

董事姓名	相聯法團名稱	身分	持有相聯法團 股份總數	佔相聯法團權益 概約百分比
Name of Director	Name of Associated Corporation	Capacity	Total Number of Shares Held in the Associated Corporation	Approximate % of Interest in the Associated Corporation
袁先生 Mr. Yuen	耀騰管理集團有限公司 (「耀騰管理」) Evergloss Management Group Company Limited ("Evergloss")	酌情信託的成立人 Founder of a discretionary trust	5,850 (附註1)(Note 1)	17.65%
禰先生 Mr. Huen	耀騰管理 Evergloss	於受控制法團的權益 Interest of a controlled corporation	7,650 (附註2)(Note 2)	23.08%
梁先生 Mr. Leung	耀騰管理 Evergloss	實益擁有人 Beneficial owner	3,000	9.05%
李女士 Ms. Lee	耀騰管理 Evergloss	酌情信託之受益人及實益擁有人 Beneficiary of a discretionary trust & beneficial owner	7,950 (附註3)(Note 3)	23.98%
袁灝頤女士 Ms. Yuen Ho Yee	耀騰管理 Evergloss	酌情信託之受益人及實益擁有人 Beneficiary of a discretionary trust & beneficial owner	7,950 (附註4)(Note 4)	23.98%

## 其他資料 Other Information

### 附註：

1. 利康有限公司（「利康」，由Alpadis Trust (HK) Limited全資擁有）持有5,850股耀騰管理股份，Alpadis Trust (HK) Limited為The Yuen Family 2014 Trust的受託人，而The Yuen Family 2014 Trust為袁先生以其妻子李女士及女兒袁灝頤女士（均為袁先生的聯繫人）為酌情受益人設立的酌情信託。
2. 國麗（由禰先生直接全資擁有）持有7,650股耀騰管理股份。
3. 7,950股耀騰管理股份中，利康（Alpadis Trust (HK) Limited之全資附屬公司）持有5,850股股份，Alpadis Trust (HK) Limited為The Yuen Family 2014 Trust的受託人。李女士為該信託受益人之一。餘下2,100股耀騰管理股份由李女士作為實益擁有人持有。
4. 7,950股耀騰管理股份中，利康（Alpadis Trust (HK) Limited之全資附屬公司）持有5,850股股份，Alpadis Trust (HK) Limited為The Yuen Family 2014 Trust的受託人。袁灝頤女士為該信託受益人之一。餘下2,100股耀騰管理股份由袁灝頤女士作為實益擁有人持有。

除上文所披露者外，於2024年6月30日，概無董事或本公司最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份或債權證中擁有本公司根據證券及期貨條例第352條須予備存之登記冊所記錄，或根據標準守則須知會本公司及聯交所之任何權益或淡倉。

### Notes:

1. The 5,850 shares in Evergloss were held by Likang Limited (“Likang”), which is wholly-owned by Alpadis Trust (HK) Limited being the trustee of The Yuen Family 2014 Trust, which is a discretionary trust set up by Mr. Yuen whose discretionary objects are Ms. Lee and Ms. Yuen Ho Yee, wife and daughter of Mr. Yuen respectively and both an associate of Mr. Yuen.
2. The 7,650 shares in Evergloss were held by Kwok Lai, which is wholly-owned by Mr. Huen directly.
3. Out of the 7,950 shares in Evergloss, 5,850 shares were held by Likang, a wholly-owned subsidiary of Alpadis Trust (HK) Limited which is the trustee of The Yuen Family 2014 Trust. Ms. Lee is one of the beneficiaries of the trust. The remaining 2,100 shares in Evergloss were held by Ms. Lee as the beneficial owner.
4. Out of the 7,950 shares in Evergloss, 5,850 shares were held by Likang, a wholly-owned subsidiary of Alpadis Trust (HK) Limited which is the trustee of The Yuen Family 2014 Trust. Ms. Yuen Ho Yee is one of the beneficiaries of the trust. The remaining 2,100 shares in Evergloss were held by Ms. Yuen Ho Yee as the beneficial owner.

Save as disclosed above, as at 30 June 2024, none of the Directors or the chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company, or any of its associated corporation (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.



## 主要股東於股份及相關股份之權益及淡倉

於2024年6月30日，據任何董事或本公司最高行政人員所知，以下股東（董事或本公司最高行政人員除外）於本公司股份或相關股份中擁有須根據證券及期貨條例第XV部第2及3分部之條文向本公司及聯交所披露，或已記錄於本公司根據證券及期貨條例第336條須予備存之登記冊，或已知會本公司之權益或淡倉：

### 於本公司股份之好倉

## SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 June 2024, so far as is known to any Director or chief executive of the Company, the following shareholders (other than the Directors or chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO, or as otherwise notified to the Company:

### LONG POSITIONS IN SHARES OF THE COMPANY

股東姓名／名稱	身分	持有本公司 股份總數	佔本公司 已發行股本 概約百分比
Name of Shareholder	Capacity	Total Number of Shares Held in the Company	Approximate % of the Issued Share Capital of the Company
耀騰管理 Evergloss	實益擁有人 Beneficial owner	301,642,000	60.03%
Alpadis Trust (HK) Limited	受託人 Trustee	340,018,000 (附註) (Note)	67.67%
Alpadis Group Holding AG	於受控制法團的權益 Interest of a controlled corporation	340,018,000 (附註) (Note)	67.67%
Alain ESSEIVA	於受控制法團的權益 Interest of a controlled corporation	340,018,000 (附註) (Note)	67.67%
Wei Lee TEO	配偶的權益 Interest of spouse	340,018,000 (附註) (Note)	67.67%

## 其他資料 Other Information

附註：該等340,018,000股股份包括由耀騰管理持有之301,642,000股股份，利康持有之19,352,000股股份及Yohki Ryokoh Limited（「Yohki」）持有之19,024,000股股份。於2024年6月30日，耀騰管理由利康及Yohki分別擁有約17.65%及約23.53%。利康及Yohki均由Alpadis Trust (HK) Limited全資擁有，Alpadis Trust (HK) Limited為兩項酌情家族信託的受託人，即(i) The Yuen Family 2014 Trust，為袁先生以其妻子李女士及女兒袁灝頤女士（均為袁先生的聯繫人）為酌情受益人設立的酌情信託；及(ii) The Happyyau Family Trust，為邱涇鋒先生以其妻子及聯繫人李小琼女士及東華三院為酌情受益人設立的酌情信託。

於2024年6月30日，Alpadis Trust (HK) Limited為Alpadis Group Holding AG之全資附屬公司，而Alpadis Group Holding AG由Alain ESSEIVA先生擁有約91%。因此，根據證券及期貨條例第XV部，Alpadis Trust (HK) Limited、Alpadis Group Holding AG及Alain ESSEIVA先生被視為於340,018,000股股份（包括耀騰管理持有之301,642,000股股份、利康持有之19,352,000股股份及Yohki持有之19,024,000股股份）中擁有權益。Wei Lee TEO女士為Alain ESSEIVA先生之配偶，其被視為於340,018,000股股份中擁有權益。

除上文所披露者外，於2024年6月30日，概無其他主要股東或人士（董事或本公司最高行政人員除外）於本公司股份或相關股份中擁有須根據證券及期貨條例第XV部第2及3分部之條文向本公司及聯交所披露，或已記錄於本公司根據證券及期貨條例第336條須予備存之登記冊，或已知會本公司之任何權益或淡倉。

### 董事收購股份或債權證之權利

除本中期報告「購股權計劃」一節所披露者外，本公司、其任何控股公司、其附屬公司及其同系附屬公司概無於2024年6月30日或於截至2024年6月30日止六個月內任何時間訂立任何安排，使董事或任何彼等之配偶或18歲以下之子女得以透過收購本公司或任何其他法團之股份或債權證獲利。

Note: These 340,018,000 Shares consist of 301,642,000 Shares held by Evergloss, 19,352,000 Shares held by Likang and 19,024,000 Shares held by Yohki Ryokoh Limited ("Yohki"). As at 30 June 2024, Evergloss was owned as to approximately 17.65% by Likang and approximately 23.53% by Yohki. Both Likang and Yohki are wholly-owned by Alpadis Trust (HK) Limited, which is the trustee of two discretionary family trusts, namely (i) The Yuen Family 2014 Trust, which is a discretionary trust set up by Mr. Yuen whose discretionary objects are Ms. Lee and Ms. Yuen Ho Yee, wife and daughter of Mr. Yuen respectively and both an associate of Mr. Yuen; and (ii) The Happyyau Family Trust, which is a discretionary trust set up by Mr. Yau Shui Fung whose discretionary objects are Ms. Li Siu King, wife and an associate of Mr. Yau Shui Fung, and Tung Wah Group of Hospitals.

As at 30 June 2024, Alpadis Trust (HK) Limited was a wholly-owned subsidiary of Alpadis Group Holding AG which in turn was owned as to approximately 91% by Mr. Alain ESSEIVA. As such, Alpadis Trust (HK) Limited, Alpadis Group Holding AG and Mr. Alain ESSEIVA were deemed to be interested in 340,018,000 Shares (which comprised 301,642,000 Shares held by Evergloss, 19,352,000 Shares held by Likang and 19,024,000 Shares held by Yohki) by virtue of Part XV of the SFO. Ms. Wei Lee TEO is a spouse of Mr. Alain ESSEIVA who has a deemed interest of 340,018,000 Shares.

Save as disclosed above, as at 30 June 2024, there was no other substantial shareholders or persons (other than the Directors or chief executive of the Company) who had any interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under section 336 of the SFO, or as otherwise notified to the Company.

### DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the section headed "Share Option Scheme" in this interim report, none of the Company, any of its holding company, its subsidiaries and its fellow subsidiaries was a party to any arrangements which would enable the Directors or any of their spouses or children under the age of 18 to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate as at 30 June 2024 or at any time during the six months ended 30 June 2024.

## 購股權計劃

本公司根據股東通過的普通決議案於2014年11月13日採納先前的購股權計劃（「舊購股權計劃」），有效期為由本公司股份之上市日期（即2014年11月28日）起計十年，並可由本公司於股東大會上或由董事會提早終止。於2024年1月1日，可根據舊購股權計劃授出的購股權涉及的股份總數為50,000,000股，約佔本公司已發行股本的9.95%。舊購股權計劃項下並無服務供應商分項限額。根據本公司於2024年5月31日舉行的股東週年大會（「2024年股東週年大會」）上通過的一項普通決議案，本公司終止舊購股權計劃。自採納舊購股權計劃起至2024年股東週年大會日期止，本公司並未根據舊購股權計劃授出購股權。舊購股權計劃已終止，故於2024年6月30日並無可根據舊購股權計劃授出的購股權。

本公司股東（「股東」）已於2024年股東週年大會上批准及採納一項新購股權計劃（「新購股權計劃」），有效期為自2024年6月4日起計十年，可由本公司於股東大會上或由董事會提早終止。新購股權計劃旨在吸引及挽留最優秀人才，以促進本集團的業務發展，激勵合資格參與者（定義見下文），使其為本集團的持續增長及成功做出貢獻，並通過使承授人與股東利益一致，促進本集團於財務上的長期成功。根據新購股權計劃，董事會可根據新購股權計劃的規定向本集團的任何董事及僱員，或本公司控股公司、同系附屬公司及關聯公司的任何董事或僱員，或任何服務供應商參與者（「合資格參與者」）授出購股權。董事會薪酬委員會應審閱及／或批准有關新購股權計劃之事宜。

## SHARE OPTION SCHEME

The Company adopted its previous share option scheme pursuant to an ordinary resolution passed by the shareholders on 13 November 2014 (the “Old Share Option Scheme”) which was valid and effective for a period of 10 years from the date of listing of the shares of the Company (i.e. 28 November 2014), subject to early termination by the Company in a general meeting or by the Board. The total number of Shares in respect of the options available for grant under the Old Share Option Scheme as at 1 January 2024 was 50,000,000 Shares, representing approximately 9.95% of the issued share capital of the Company. There is no service provider sublimit under the Old Share Option Scheme. Pursuant to an ordinary resolution passed at the annual general meeting of the Company held on 31 May 2024 (the “2024 AGM”), the Company terminated the Old Share Option Scheme. Since the adoption of the Old Share Option Scheme until the date of 2024 AGM, no option was granted by the Company under the Old Share Option Scheme. The Old Share Option Scheme was terminated, and hence, no options available for grant under the Old Share Option Scheme as at 30 June 2024.

A new share option scheme was approved and adopted by the shareholders of the Company (the “Shareholders”) at the 2024 AGM (the “New Share Option Scheme”) which shall be valid and effective for a period of 10 years from 4 June 2024, subject to early termination by the Company in a general meeting or by the Board. The purpose of the New Share Option Scheme is to attract and retain the best quality personnel for the development of the Group’s businesses, to motivate Eligible Participants (as defined below) and give them incentive to contribute to the Group’s continued growth and success, and to promote the long-term financial success of the Group by aligning the interests of grantees with Shareholders. Under the New Share Option Scheme, the Board may offer to grant an option to any director and employee of the Group, or any director or employee of the Company’s holding companies, fellow subsidiaries and associated companies, or any service provider participants (the “Eligible Participants”) in accordance with the rules of the New Share Option Scheme. The remuneration committee of the Board shall review and/or approve the matters relating to the New Share Option Scheme.

## 其他資料 Other Information

根據新購股權計劃可能發行的股份數目最多不得超過50,245,000股，即於採納日期已發行股份總數之10%。根據新購股權計劃行使購股權時於服務供應商分項限額項下可能發行的股份數目最多不得超過5,024,500股，即於採納日期已發行股份總數之1%。本公司概無根據新購股權計劃（自其採納以來）授出任何購股權。

截至2024年6月30日止六個月，概無任何購股權根據舊購股權計劃及／或新購股權計劃授出、行使、註銷或失效。

於2024年6月30日，可根據新購股權計劃及新購股權計劃的服務供應商分項限額授出的購股權涉及的股份總數分別為50,245,000股（佔本公司已發行股本之10%）及5,024,500股（佔本公司已發行股本之1%）。

### 經審核委員會及核數師審閱

本集團截至2024年6月30日止六個月之中期業績已由董事會審核委員會（包括三名獨立非執行董事，分別為陳儉輝先生、勞錦祥先生及黃麗明女士）審閱。本集團截至2024年6月30日止六個月之中期簡明綜合財務報表已由本公司獨立核數師香港立信德豪會計師事務所有限公司根據香港會計師公會頒布的香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」審閱。

### 中期股息

董事會不建議就截至2024年6月30日止六個月派付中期股息（2023年中期股息：零港元）。

The maximum number of Shares that may be issued under the New Share Option Scheme shall not exceed 50,245,000 Shares, being 10% of the total number of Shares in issue as at the date of adoption. The maximum number of Shares that may be issued under the service provider sublimit upon exercise of the options under the New Share Option Scheme shall not exceed 5,024,500 Shares, being 1% of the total number of Shares in issue as at the date of adoption. No share option was granted by the Company under the New Share Option Scheme since its adoption.

No share option has been granted, exercised, cancelled or lapsed during the six months ended 30 June 2024 under the Old Share Option Scheme and/or the New Share Option Scheme.

As at 30 June 2024, the total number of Shares in respect of the options available for grant under the New Share Option Scheme and the service provider sublimit of the New Share Option Scheme were 50,245,000 Shares (representing 10% of the issued share capital of the Company) and 5,024,500 Shares (representing 1% of the issued share capital of the Company) respectively.

### REVIEW BY AUDIT COMMITTEE AND AUDITOR

The Group's interim results for the six months ended 30 June 2024 have been reviewed by the audit committee of the Board which comprises three independent non-executive Directors namely, Mr. Chan Kim Fai, Mr. Lo Kam Cheung Patrick and Ms. Wong Lai Ming. The interim condensed consolidated financial statements of the Group for the six months ended 30 June 2024 has been reviewed by the Company's independent auditor, BDO Limited, in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants.

### INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2024 (interim dividend for 2023: HK\$Nil).

## 根據上市規則第13.18及13.21條作出之一般披露

於2024年6月30日及直至本中期報告日期，本集團訂立下列融資函件，載有關於特定履行本公司控股股東責任的契諾，而須遵守上市規則第13.18條的公告披露規定及上市規則第13.21條於本中期報告披露的規定，詳情載於下文：

- (i) 於2023年5月23日，東瀛遊旅行社有限公司（「東瀛遊旅行社」）（作為借款人）及本公司（作為擔保人或擔保提供者）接受銀行有關先前授予並由東瀛遊旅行社於2018年5月接受的一般銀行融資之經修訂要約。根據經修訂之融資函件（「2023年融資函件」），總金額為35,600,000港元之一般銀行融資（包括但不限於循環貸款融資（「2023年循環貸款融資」）及企業信用卡（「2023年企業信用卡」））（統稱「2023年融資」）已授予東瀛遊旅行社。2023年循環貸款融資並無固定期限及須接受銀行定期審查，而2023年企業信用卡須受銀行發卡中心向東瀛遊旅行社發出的條款及條件所規限。

根據2023年融資函件，東瀛遊旅行社及本公司各自已向銀行承諾（其中包括）以下事項：

- (a) 東瀛遊旅行社應確保袁先生、禰先生、梁先生或李女士任何一人繼續擔任東瀛遊旅行社及本公司之主席或董事，並保持對東瀛遊旅行社及本公司管理及業務之控制；
- (b) 東瀛遊旅行社應確保袁先生、禰先生、梁先生或李女士於任何時候均直接或間接共同保持於東瀛遊旅行社及本公司不少於45%實益股權；及

## GENERAL DISCLOSURES PURSUANT TO RULES 13.18 AND 13.21 OF THE LISTING RULES

As at 30 June 2024 and up to the date of this interim report, the Group entered into the following facility letters containing covenants relating to specific performance obligations on the controlling shareholder of the Company which were subject to announcement disclosure requirements under Rule 13.18 of the Listing Rules and requirements of disclosure in this interim report under Rule 13.21 of the Listing Rules, the details of which are set out below:

- (i) On 23 May 2023, EGL Tours Company Limited (“EGL Tours”) (as borrower) and the Company, as guarantor or security provider, accepted a revised offer from a bank in respect of the general banking facilities previously granted to, and accepted by, EGL Tours in May 2018. Under the revised facility letter (the “2023 Facility Letter”), the general banking facilities including but not limited to a revolving loan facility (the “2023 Revolving Loan Facility”) and corporate credit card(s) (the “2023 CCD”) in the aggregate amount of HK\$35,600,000 (collectively, the “2023 Facilities”) were granted to EGL Tours. The 2023 Revolving Loan Facility has no fixed term and is subject to periodic review of the bank and the 2023 CCD is subject to the terms and conditions issued by the bank’s card centre to EGL Tours.

Under the 2023 Facility Letter, each of EGL Tours and the Company has undertaken to the bank, among others, the following:

- (a) EGL Tours shall ensure that Mr. Yuen, Mr. Huen, Mr. Leung or Ms. Lee any one shall remain chairman or director(s) of EGL Tours and the Company and maintain control over the management and business of EGL Tours and the Company;
- (b) EGL Tours shall ensure that Mr. Yuen, Mr. Huen, Mr. Leung or Ms. Lee, shall at all times collectively maintain, directly or indirectly, not less than 45% beneficial shareholding in EGL Tours and the Company; and



其他資料  
Other Information

- (c) 於銀行存放的主要經營賬戶的公司（包括東瀛遊旅行社、大寶行（於本報告日期由袁先生、禰先生、梁先生及李女士共同控制約55.20%的公司）及本公司）新平均銀行結餘不少於50,000,000港元。

2023年融資須受銀行隨時要求還款的凌駕性權利及銀行要求取消或暫停，或決定是否允許就2023年融資進行提取的不受限制酌情權所規限。

- (ii) 於2024年2月23日，東瀛遊旅行社（作為借款人）接受銀行有關先前授予並由東瀛遊旅行社於2018年10月接受的一般銀行融資之進一步經重續及經修訂要約。根據經重續之融資函件（「2024年融資函件」），總金額為46,500,000港元之一般銀行融資（即最多為45,000,000港元的發票融資貸款、銀行擔保及循環貸款，以及最多為1,500,000港元的企業信用卡）（統稱「2024年融資」）已經重續。2024年融資函件由本公司（作為擔保人或擔保提供者）加簽。

根據2024年融資函件，東瀛遊旅行社已向銀行承諾（其中包括）以下事項：

- (a) 袁先生、禰先生、梁先生及李女士任何一人繼續擔任東瀛遊旅行社之主席或董事，並保持對集團管理及業務之控制；
- (b) 袁先生、李女士及彼等家庭成員、禰先生及其家庭成員、梁先生及其家庭成員於任何時候均直接或間接共同保持於東瀛遊旅行社不少於45%實益股權；及
- (c) 耀騰管理於任何時候均直接或間接保持於本公司不少於51%實益股權。

根據2024年融資函件，銀行有凌駕性權利隨時要求東瀛遊旅行社就2024年融資項下實際或然結欠銀行的全部或任何金額即時付款及／或作出現金抵押。

- (c) the major operating account to be maintained in the bank with new average bank balance of the companies which includes EGL Tours, Great Port (being a company controlled as to approximately 55.20% by Mr. Yuen, Mr. Huen, Mr. Leung and Ms. Lee collectively as at the date of this report) and the Company of not less than HK\$50,000,000.

The 2023 Facilities are subject to the bank's overriding right of repayment on demand and the bank's unrestricted discretion to cancel or suspend, or determine whether or not to permit drawings in relation to the 2023 Facilities.

- (ii) On 23 February 2024, EGL Tours (as borrower) accepted the further renewed and revised offer from a bank in respect of the general banking facilities previously granted to, and accepted by, EGL Tours in October 2018. Under the renewed facility letter (the "2024 Facility Letter"), the general banking facilities (being an invoice financing loan, bank guarantee and a revolving loan of up to HK\$45,000,000 and corporate credit card of up to HK\$1,500,000) in the aggregate amount of HK\$46,500,000 (collectively, the "2024 Facilities") were renewed. The 2024 Facility Letter was countersigned by the Company as a guarantor or security provider.

Under the 2024 Facility Letter, EGL Tours has undertaken to the bank, among others, the following:

- (a) any one of Mr. Yuen, Mr. Huen, Mr. Leung and Ms. Lee shall remain chairman or directors of EGL Tours and maintain control over the management and business of the group;
- (b) Mr. Yuen, Ms. Lee and their family members, Mr. Huen and his family members, Mr. Leung and his family members shall at all times collectively maintain, directly or indirectly, not less than 45% beneficial shareholding of EGL Tours; and
- (c) Evergloss shall at all times maintain, directly or indirectly, not less than 51% beneficial shareholding in the Company.

Pursuant to the 2024 Facility Letter, the bank has the overriding right at any time to require EGL Tours to immediately make payment and/or cash collateralisation of all or any sums actually or contingently owing to the bank under the 2024 Facilities.



根據上市規則第13.51B(1)條披露董事資料

DISCLOSURE OF DIRECTORS' INFORMATION  
UNDER RULE 13.51B(1) OF THE LISTING RULES

董事姓名 Name of Director	變動詳情 Details of Changes
袁先生 Mr. Yuen	– 年薪由2,151,600港元增至2,194,632港元，自2024年4月1日起生效。 annual salary has been increased from HK\$2,151,600 to HK\$2,194,632 with effect from 1 April 2024.
禰先生 Mr. Huen	– 年薪由1,723,920港元增至1,758,396港元，自2024年4月1日起生效。 annual salary has been increased from HK\$1,723,920 to HK\$1,758,396 with effect from 1 April 2024.
梁先生 Mr. Leung	– 年薪由1,723,920港元增至1,758,396港元，自2024年4月1日起生效。 annual salary has been increased from HK\$1,723,920 to HK\$1,758,396 with effect from 1 April 2024.
李女士 Ms. Lee	– 年薪由1,723,920港元增至1,758,396港元，自2024年4月1日起生效。 annual salary has been increased from HK\$1,723,920 to HK\$1,758,396 with effect from 1 April 2024.
袁灝頤女士 Ms. Yuen Ho Yee	– 年薪由1,107,600港元增至1,129,752港元，自2024年4月1日起生效。 annual salary has been increased from HK\$1,107,600 to HK\$1,129,752 with effect from 1 April 2024.
鄭存漢先生 Mr. Cheang Chuen Hon	– 年薪由1,386,000港元增至1,413,720港元，自2024年4月1日起生效。 annual salary has been increased from HK\$1,386,000 to HK\$1,413,720 with effect from 1 April 2024.
陳儉輝先生 Mr. Chan Kim Fai	– 年度董事袍金由211,680港元增至215,916港元，自2024年4月1日起生效。 annual director's fee has been increased from HK\$211,680 to HK\$215,916 with effect from 1 April 2024.
黃麗明女士 Ms. Wong Lai Ming	– 年度董事袍金由182,700港元增至186,360港元，自2024年4月1日起生效。 annual director's fee has been increased from HK\$182,700 to HK\$186,360 with effect from 1 April 2024.

# 中期簡明綜合財務報表的審閱報告

## Report on Review of the Interim Condensed Consolidated Financial Statements



Tel : +852 2218 8288  
Fax: +852 2815 2239  
www.bdo.com.hk

25<sup>th</sup> Floor Wing On Centre  
111 Connaught Road Central  
Hong Kong

電話 : +852 2218 8288  
傳真 : +852 2815 2239  
www.bdo.com.hk

香港  
干諾道中111號  
永安中心25樓

致東瀛遊控股有限公司董事會  
(於開曼群島註冊成立的有限公司)

To the Board of Directors of EGL Holdings Company Limited  
(incorporated in the Cayman Islands with limited liability)

### 引言

本核數師(以下簡稱「我們」)已審閱列載於第41至76頁的中期簡明綜合財務報表,當中包括東瀛遊控股有限公司(「貴公司」)及其附屬公司(統稱為「貴集團」)於2024年6月30日的簡明綜合財務狀況表以及截至該日止六個月期間相關的簡明綜合損益及其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表,以及中期簡明綜合財務報表附註(包括重大會計政策資料)(「中期簡明綜合財務報表」)。根據香港聯合交易所有限公司證券上市規則規定,中期財務資料報告的編製必須符合以上規則的有關條文以及香港會計師公會頒布之香港會計準則第34號「中期財務報告」。董事之責任為根據香港會計準則第34號編製及呈列中期簡明綜合財務報表。我們的責任乃根據我們的審閱對中期簡明綜合財務報表作出結論。我們根據協定之委聘條款僅向全體股東報告,除此之外本報告別無其他用途。我們不會就本報告內容對任何其他人士承擔任何義務或負上任何責任。

### INTRODUCTION

We have reviewed the interim condensed consolidated financial statements set out on pages 41 to 76 which comprise the condensed consolidated statement of financial position of EGL Holdings Company Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) as of 30 June 2024 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and notes to the interim condensed consolidated financial statements, including material accounting policy information (the “interim condensed consolidated financial statements”). The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants. The directors are responsible for the preparation and presentation of the interim condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on the interim condensed consolidated financial statements based on our review. This report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

# 中期簡明綜合財務報表的審閱報告

## Report on Review of the Interim Condensed Consolidated Financial Statements

### 審閱範圍

我們已根據香港會計師公會頒布的香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」進行審閱。審閱中期財務資料包括主要向負責財務及會計事務之人士作出查詢，並應用分析性及其他審閱程序。審閱範圍遠小於根據香港審計準則進行審核之範圍，故我們未能保證我們將知悉在審核中可能發現之所有重大事項。因此，我們不會發表審核意見。

### 結論

根據我們的審閱工作，我們並無發現任何事項致使我們相信中期簡明綜合財務報表在所有重大方面並未按照香港會計準則第34號的規定編製。

香港立信德豪會計師事務所有限公司

執業會計師

徐家賜

執業證書編號：P05057

香港，2024年8月23日

### SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of the interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

**BDO Limited**

*Certified Public Accountants*

**Tsui Ka Che, Norman**

Practising Certificate number: P05057

Hong Kong, 23 August 2024

## 簡明綜合損益及其他全面收益表

## Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
		附註 Notes	
收益	Revenue	6	759,308
銷售成本	Cost of sales		(579,059)
毛利	Gross profit		180,249
其他收入、收益及虧損淨額	Other income, gains and losses, net	6	(2,856)
銷售開支	Selling expenses		(41,375)
行政開支	Administrative expenses		(84,543)
應佔聯營公司業績	Share of results of associates		794
融資成本	Finance costs	7	(7,294)
除所得稅前溢利	Profit before income tax	7	44,975
所得稅開支	Income tax expense	8	(10,714)
期間溢利	Profit for the period		34,261
其後可重新分類至損益的 其他全面收益：	Other comprehensive income, that may be reclassified subsequently to profit or loss:		
換算海外業務的 匯兌差額	Exchange differences on translation of foreign operations		(20,010)
應佔換算海外聯營公司的 匯兌差額	Share of exchange differences on translation of foreign associates		-
現金流量對沖之影響， 扣除稅項	Effect on cash flow hedge, net of tax		-
其後不會重新分類至損益的 其他全面收益：	Other comprehensive income, that will not be reclassified subsequently to profit or loss:		
長期服務金撥備之 重新計量	Remeasurement of provision of long service payments		143
期間其他全面收益， 扣除稅項	Other comprehensive income for the period, net of tax		(19,867)
期間全面收益總額， 扣除稅項	Total comprehensive income for the period, net of tax		14,394
			20,839
			540,081
			(403,235)
			136,846
			7,013
			(32,556)
			(74,199)
			216
			(12,730)
			24,590
			(3,751)
			20,839
			(14,164)
			(1)
			99
			-
			(14,066)
			6,773

## 簡明綜合損益及其他全面收益表

### Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
		附註 Notes	
<b>應佔期間溢利：</b>	<b>Profit for the period attributable to:</b>		
本公司擁有人	Owners of the Company	34,120	20,690
非控股權益	Non-controlling interests	141	149
		<b>34,261</b>	<b>20,839</b>
<b>應佔期間全面收益總額：</b>	<b>Total comprehensive income for the period attributable to:</b>		
本公司擁有人	Owners of the Company	13,991	6,399
非控股權益	Non-controlling interests	403	374
		<b>14,394</b>	<b>6,773</b>
<b>本公司擁有人應佔溢利之 每股盈利</b>	<b>Earnings per share for profit attributable to owners of the Company</b>		
— 基本及攤薄 (港仙)	— Basic and diluted (HK cents)	10	6.79
			4.12

# 簡明綜合財務狀況表

## Condensed Consolidated Statement of Financial Position

於2024年6月30日 As at 30 June 2024

			於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
	附註 Notes			
<b>資產及負債</b>		<b>ASSETS AND LIABILITIES</b>		
<b>非流動資產</b>		<b>Non-current assets</b>		
物業、廠房及設備	11	Property, plant and equipment	360,017	416,503
使用權資產		Right-of-use assets	16,264	25,497
於聯營公司權益		Interests in associates	10,798	10,688
遞延稅項資產		Deferred tax assets	68,656	82,924
訂金及預付款	13	Deposits and prepayments	1,669	1,835
			<b>457,404</b>	<b>537,447</b>
<b>流動資產</b>		<b>Current assets</b>		
存貨		Inventories	826	1,313
貿易應收賬	12	Trade receivables	9,408	10,235
訂金、預付款及 其他應收賬	13	Deposits, prepayments and other receivables	88,132	75,250
應收聯營公司賬款	19(c)	Amount due from an associate	5,013	3,816
抵押銀行存款	14	Pledged bank deposits	10,100	10,240
銀行存款及庫存現金	14	Cash at banks and on hand	228,328	219,940
			<b>341,807</b>	<b>320,794</b>
<b>流動負債</b>		<b>Current liabilities</b>		
貿易應付賬	15	Trade payables	39,840	37,540
應計款項及其他應付賬	16	Accruals and other payables	43,813	55,207
應付股息	9	Dividend payable	–	35,172
合約負債		Contract liabilities	196,173	127,987
應付聯營公司賬款	19(c)	Amounts due to associates	743	2,323
租賃負債		Lease liabilities	32,660	39,508
稅項撥備		Provision for taxation	5,213	4,397
銀行借款	17	Bank borrowings	29,739	31,108
			<b>348,181</b>	<b>333,242</b>
<b>流動負債淨值</b>		<b>Net current liabilities</b>	<b>(6,374)</b>	<b>(12,448)</b>
<b>總資產減流動負債</b>		<b>Total assets less current liabilities</b>	<b>451,030</b>	<b>524,999</b>



## 簡明綜合財務狀況表

### Condensed Consolidated Statement of Financial Position

於2024年6月30日 As at 30 June 2024

			於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
		附註 Notes		
<b>非流動負債</b>	<b>Non-current liabilities</b>			
撥備	Provision		528	602
長期服務金撥備	Provision of long service payments		5,448	5,653
銀行借款	Bank borrowings	17	229,817	281,901
租賃負債	Lease liabilities		6,840	8,957
關連公司貸款	Loans from a related company	19(b)	148,858	182,741
			<b>391,491</b>	<b>479,854</b>
<b>資產淨值</b>	<b>Net assets</b>		<b>59,539</b>	<b>45,145</b>
<b>權益</b>	<b>EQUITY</b>			
本公司擁有人 應佔資本及儲備	Capital and reserves attributable to owners of the Company			
股本	Share capital	18	50,245	50,245
儲備	Reserves		11,154	(2,837)
			<b>61,399</b>	<b>47,408</b>
非控股權益	Non-controlling interests		(1,860)	(2,263)
<b>權益總額</b>	<b>Total equity</b>		<b>59,539</b>	<b>45,145</b>

# 簡明綜合權益變動表

## Condensed Consolidated Statement of Changes in Equity

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		本公司擁有人應佔 Attributable to owners of the Company										
		股本	股份溢價*	合併儲備*	法定儲備*	資本投入*	外匯儲備*	累計虧損*	總計	非控股權益	權益總額	
		Share capital	Share premium*	Merger reserve*	Statutory reserve*	Capital contribution*	Foreign exchange reserve*	Accumulated losses*	Total	Non-controlling interests	Total equity	
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
於2024年1月1日	At 1 January 2024	50,245	110,163	(58,214)	872	53,884	(51,858)	(57,684)	47,408	(2,263)	45,145	
期間溢利	Profit for the period	-	-	-	-	-	-	34,120	34,120	141	34,261	
其他全面收益 換算海外業務的 匯兌差額	Other comprehensive income Exchange differences on translation of foreign operations	-	-	-	-	-	(20,272)	-	(20,272)	262	(20,010)	
長期服務金撥備之 重新計量	Remeasurement of provision of long service payments	-	-	-	-	-	-	143	143	-	143	
期間全面收益總額	Total comprehensive income for the period	-	-	-	-	-	(20,272)	34,263	13,991	403	14,394	
於2024年6月30日 (未經審核)	At 30 June 2024 (unaudited)	50,245	110,163	(58,214)	872	53,884	(72,130)	(23,421)	61,399	(1,860)	59,539	

		本公司擁有人應佔 Attributable to owners of the Company										
		股本	股份溢價*	合併儲備*	法定儲備*	資本投入*	外匯儲備*	對沖儲備*	累計虧損*	總計	非控股權益	權益總額
		Share capital	Share premium*	Merger reserve*	Statutory reserve*	Capital contribution*	Foreign exchange reserve*	Hedging reserve*	Accumulated losses*	Total	Non-controlling interests	Total equity
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
於2023年1月1日	At 1 January 2023	50,245	145,335	(58,214)	872	53,884	(40,847)	791	(128,971)	23,095	(2,626)	20,469
期間溢利	Profit for the period	-	-	-	-	-	-	-	20,690	20,690	149	20,839
其他全面收益 換算海外業務的 匯兌差額	Other comprehensive income Exchange differences on translation of foreign operations	-	-	-	-	-	(14,389)	-	-	(14,389)	225	(14,164)
應佔換算海外聯營公司的 匯兌差額	Share of exchange differences on translation of foreign associates	-	-	-	-	-	(1)	-	-	(1)	-	(1)
現金流量對沖之影響，扣除稅項	Effect on cash flow hedge, net of tax	-	-	-	-	-	-	99	-	99	-	99
期間全面收益總額	Total comprehensive income for the period	-	-	-	-	-	(14,390)	99	20,690	6,399	374	6,773
於2023年6月30日 (未經審核)	At 30 June 2023 (unaudited)	50,245	145,335	(58,214)	872	53,884	(55,237)	890	(108,281)	29,494	(2,252)	27,242

\* 於報告日期，該等賬目總額為簡明綜合財務狀況表中的「儲備」。

\* The total of these accounts as at the reporting dates represents "Reserves" in the condensed consolidated statement of financial position.

# 簡明綜合現金流量表

## Condensed Consolidated Statement of Cash Flows

截至2024年6月30日止六個月 For the six months ended 30 June 2024

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
營運活動產生現金淨額	<b>Net cash generated from operating activities</b>	<b>115,584</b>	153,894
購買物業、廠房及設備	Purchase of property, plant and equipment	(2,604)	(3,101)
解除／(存放) 抵押銀行存款	Release/(placement) in pledged bank deposits	140	(1,404)
已收利息	Interest received	535	1,060
聯營公司成立時之注資	Capital injection into an associate upon incorporation of an associate	–	(400)
向聯營公司墊款	Advance to an associate	–	(400)
收取聯營公司股息	Dividend received from an associate	580	–
已付股息	Dividend paid	(35,172)	–
投資活動所用現金淨額	<b>Net cash used in investing activities</b>	<b>(36,521)</b>	(4,245)
償還關連公司貸款	Repayment of loans from a related company	(40,000)	(30,000)
償還銀行借款	Repayment of bank borrowings	(13,824)	(19,110)
已付租賃租金之本金部分	Principal element of lease rental paid	(9,186)	(8,293)
已付租賃租金之利息部分	Interest element of lease rental paid	(793)	(738)
已付利息	Interest paid	(2,258)	(6,549)
融資活動所用現金淨額	<b>Net cash used in financing activities</b>	<b>(66,061)</b>	(64,690)
現金及現金等價物增加淨額	<b>Net increase in cash and cash equivalents</b>	<b>13,002</b>	84,959
外幣匯率變動影響	<b>Effect of foreign exchange rate changes</b>	<b>(4,614)</b>	(1,458)
期初現金及現金等價物	<b>Cash and cash equivalents at beginning of the period</b>	<b>219,940</b>	204,300
期末現金及現金等價物	<b>Cash and cash equivalents at end of the period</b>	<b>228,328</b>	287,801

# 中期簡明綜合財務報表附註

## Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

### 1. 一般資料

東瀛遊控股有限公司（「本公司」）於2014年7月24日在開曼群島註冊成立為獲豁免有限責任公司。本公司的註冊辦事處地址為Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands。其主要營業地點位於香港九龍觀塘鴻圖道83號東瀛遊廣場15樓。

本公司的股份自2014年11月28日起於香港聯合交易所有限公司（「聯交所」）主板上市。

本公司的主要業務為投資控股，其附屬公司的主要業務為提供旅行團、獨立自由旅客（「自由行」）套票、個別旅遊元素（與自由行套票統稱為「自由行產品」）、輔助性旅行相關產品及服務與商品銷售，以及擁有、開發及經營酒店業務。

### 2. 編製及呈列基準

截至2024年6月30日止六個月的中期簡明綜合財務報表包括本公司及其附屬公司（下文統稱為「本集團」）於2024年6月30日的簡明綜合財務狀況表以及截至該日止期間的簡明綜合損益及其他全面收益表、簡明綜合權益變動表及簡明綜合現金流量表。

中期簡明綜合財務報表乃按照香港會計師公會頒布的香港會計準則第34號及聯交所證券上市規則之適用披露規定編製。本中期簡明綜合財務報表於2024年8月23日獲董事會授權刊發。

### 1. GENERAL

EGL Holdings Company Limited (the “Company”) was incorporated in the Cayman Islands on 24 July 2014 as an exempted company with limited liability. The address of its registered office is Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands. Its principal place of business is located at 15/F, EGL Tower, 83 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

The Company’s shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) since 28 November 2014.

The principal activity of the Company is investment holding and the principal activities of the subsidiaries are provision of package tours, free-independent travellers (“FIT”) packages, individual travel elements (together with FIT packages referred to as “FIT Products”), ancillary travel related products and services and sale of merchandises as well as the ownership, development and management of hotel business.

### 2. BASIS OF PREPARATION AND PRESENTATION

The interim condensed consolidated financial statements for the six months ended 30 June 2024 comprise the condensed consolidated statement of financial position as of 30 June 2024 and the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows of the Company and its subsidiaries (hereinafter collectively referred to us as the “Group”) for the period then ended.

The interim condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 (“HKAS 34”), issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable disclosure provisions of Rules Governing the Listing of Securities on the Stock Exchange. The interim condensed consolidated financial statements were authorised for issue by the board of directors on 23 August 2024.

## 中期簡明綜合財務報表附註

# Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

## 2. 編製及呈列基準 (續)

中期簡明綜合財務報表乃根據與2023年年度財務報表所採納之相同會計政策編製，惟該等與於2024年1月1日或之後開始之期間首次生效的修訂準則及經修訂詮釋有關的會計政策除外。會計政策之任何變動的詳情載於附註3。

根據香港會計準則第34號編製的中期簡明綜合財務報表需要使用若干判斷、估計及假設，而有關判斷、估計及假設會影響政策之應用以及按年初至今基準計算之資產與負債、收入及開支之呈報金額。實際結果可能與該等估計有所不同。編製該等財務報表時所作出重大判斷及估計的項目及其影響於附註4中披露。

除另有說明外，中期簡明綜合財務報表均以港元呈列。中期簡明綜合財務報表包括簡明綜合財務報表及選定解釋附註。附註包括對理解本集團自2023年年度財務報表以來的財務狀況及表現的變動而言屬重大的事件及交易的解釋。中期簡明綜合財務報表及附註並不包括根據香港財務報告準則所編製的完整財務報表所需的一切資料，並應與2023年年度財務報表一併閱讀。

## 2. BASIS OF PREPARATION AND PRESENTATION (Continued)

The interim condensed consolidated financial statements have been prepared with the same accounting policies adopted in the 2023 annual financial statements, except for those relate to amendments to standards and revised interpretations effective for the first time for periods beginning on or after 1 January 2024. Details of any changes in accounting policies are set out in note 3.

The preparation of the interim condensed consolidated financial statements in compliance with HKAS 34 requires the use of certain judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates. The areas where significant judgments and estimates have been made in preparing the financial statements and their effect are disclosed in note 4.

The interim condensed consolidated financial statements are presented in Hong Kong Dollars ("HK\$"), unless otherwise stated. The interim condensed consolidated financial statements contain condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2023 annual financial statements. The interim condensed consolidated financial statements and notes do not include all of the information required for a complete set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (the "HKFRSs") and should be read in conjunction with the 2023 annual financial statements.

## 2. 編製及呈列基準 (續)

中期簡明綜合財務報表為未經審核，惟已經由香港立信德豪會計師事務所有限公司按照香港會計師公會頒布的香港審閱委聘準則第2410號「由實體的獨立核數師審閱中期財務資料」審閱。香港立信德豪會計師事務所有限公司致董事會的審閱報告載於第39至40頁。

## 3. 採納香港財務報告準則

本集團已就本集團於本期間的財務報表應用香港會計師公會頒布的下列香港財務報告準則之修訂及經修訂詮釋：

- 香港財務報告準則第16號(修訂本)，售後租回的租賃負債
- 香港會計準則第1號(修訂本)，負債分類為流動或非流動
- 香港會計準則第1號(修訂本)，附帶契諾的非流動負債
- 香港詮釋第5號(經修訂)，財務報表之呈列－借款人對附帶按要求償還條款之定期貸款之分類
- 香港會計準則第7號及香港財務報告準則第7號(修訂本)，供應商融資安排

自2024年1月1日起生效的香港財務報告準則之修訂及經修訂詮釋對本集團的會計政策並無任何重大影響。

## 4. 採用判斷及估計

對過往期間呈報的估計金額的性質及數額並無重大修訂。

## 2. BASIS OF PREPARATION AND PRESENTATION (Continued)

The interim condensed consolidated financial statements are unaudited, but have been reviewed by BDO Limited in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the HKICPA. BDO Limited’s review report to the board of directors is included on page 39 to 40.

## 3. ADOPTION OF HKFRSs

The Group has applied the following amendments to HKFRSs and revised Interpretation issued by the HKICPA for the Group’s financial statements in the period:

- Amendments to HKFRS 16, Lease Liability in a Sale and Leaseback
- Amendments to HKAS 1, Classification of Liabilities as Current or Non-current
- Amendments to HKAS 1, Non-current Liabilities with Covenants
- HK Interpretation 5 (Revised), Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause
- Amendments to HKAS 7 and HKFRS 7, Supplier Finance Arrangements

The amendments to HKFRSs and revised Interpretation that effective from 1 January 2024 did not have any significant impact on the Group’s accounting policies.

## 4. USE OF JUDGEMENTS AND ESTIMATES

There have been no material revisions to the nature and amount of estimates of amounts reported in prior periods.



## 5. 分部報告

本集團乃根據向主要經營決策者定期呈報，以供彼等決定本集團業務的資源分配並評估其表現之內部財務資料而釐定其經營分部。

本集團有三個經營分部。由於各業務提供不同產品及服務，並需要不同業務策略，該等分部乃作個別分開管理。下文概述本集團各個經營分部的業務：

- 旅遊及旅遊相關服務業務（「旅遊相關業務」）
- 商品銷售（「商品銷售業務」）
- 出租酒店客房及輔助性服務（「酒店業務」）

管理層根據分部業績的計量（即扣除直接屬於各經營分部的收益、銷售成本、其他收入、收益及虧損、銷售開支、行政開支、應佔聯營公司業績及融資成本）評估經營分部表現。中央行政成本由於被主要經營決策者為評估分部表現所使用，故並未納入分部業績的計量，因而並未分配至經營分部。

分部資產包括所有資產，但不包括企業資產（其中包括銀行存款及庫存現金、可收回稅項及若干預付款及其他應收賬），由於企業資產於集團層面管理，故並未直接計入經營分部業務活動。同樣，分部負債不包括關連公司貸款及企業負債（如若干應計款項及其他應付賬），該等貸款及負債並未直接計入任何經營分部業務活動及並未分配至有關分部。

## 5. SEGMENT REPORTING

The Group has identified its operating segments based on the regular internal financial information reported to the chief operating decision-makers about allocation of resources to assess the performance of the Group's business.

The Group has three operating segments. The segments are managed separately as each business offers different products and services and requires different business strategies. The following summary describes the operations in each of the Group's operating segments:

- Travel and travel related services business ("Travel Related Business")
- Sale of merchandises ("Sale of Merchandises Business")
- Hotel room rental and ancillary services ("Hotel Business")

Management assesses the performance of the operating segments based on the measure of segment results which represents the net of revenue, cost of sales, other income, gains and losses, selling expenses, administrative expenses, share of results of associates and finance costs directly attributable to each operating segment. Central administrative costs are not allocated to the operating segments as they are not included in the measure of the segment results that are used by the chief operating decision-makers for assessment of segment performance.

Segment assets include all assets with exception of corporate assets, including cash at banks and on hand, tax recoverable and certain prepayments and other receivables which are not directly attributable to the business activities of operating segments as these assets are managed on a group basis. Likewise, segment liabilities exclude loans from a related company and corporate liabilities, such as certain accrued expenses and other payables, which are not directly attributable to the business activities of any operating segments and not allocated to segments.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部報告 (續)

(a) 業務分部

5. SEGMENT REPORTING (Continued)

(a) Business segments

		旅遊 相關業務 Travel Related Business (附註5(f)) (Note 5(f)) (未經審核) (Unaudited) 千港元 HK\$'000	酒店業務 Hotel Business (未經審核) (Unaudited) 千港元 HK\$'000	抵銷 Elimination (未經審核) (Unaudited) 千港元 HK\$'000	總計 Total (未經審核) (Unaudited) 千港元 HK\$'000
截至2024年6月30日 止六個月：	For six months ended 30 June 2024:				
收益	Revenue				
可呈報分部收益	Reportable segment revenue	702,095	64,380	(7,167)	759,308
源自分部內之收益	Inter-segment revenue	-	(7,167)	7,167	-
源自外部客戶	From external customers	702,095	57,213	-	759,308
可呈報分部溢利	Reportable segment profit	47,108	17,371	-	64,479
物業、廠房及設備折舊	Depreciation on property, plant and equipment	(1,633)	(7,610)	-	(9,243)
使用權資產折舊	Depreciation on right-of-use assets	(9,454)	-	-	(9,454)
應佔聯營公司業績	Share of results of associates	794	-	-	794
融資成本	Finance costs	(797)	(1,598)	-	(2,395)
所得稅開支	Income tax expense	(5,629)	(4,989)	-	(10,618)

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部報告 (續)

5. SEGMENT REPORTING (Continued)

(a) 業務分部 (續)

(a) Business segments (Continued)

		旅遊 相關業務 Travel Related Business (未經審核) (Unaudited) 千港元 HK\$'000	商品 銷售業務 Sale of Merchandises Business (未經審核) (Unaudited) 千港元 HK\$'000	酒店業務 Hotel Business (未經審核) (Unaudited) 千港元 HK\$'000	抵銷 Elimination (未經審核) (Unaudited) 千港元 HK\$'000	總計 Total (未經審核) (Unaudited) 千港元 HK\$'000
截至2023年6月30日 止六個月：	For six months ended 30 June 2023:					
收益	Revenue					
可呈報分部收益	Reportable segment revenue	490,661	4,485	52,608	(7,673)	540,081
源自分部內之收益	Inter-segment revenue	-	-	(7,673)	7,673	-
源自外部客戶	From external customers	490,661	4,485	44,935	-	540,081
可呈報分部溢利／(虧損)	Reportable segment profit/(loss)	49,880	(2,642)	(1,695)	-	45,543
物業、廠房及設備折舊	Depreciation on property, plant and equipment	(890)	(182)	(15,358)	-	(16,430)
使用權資產折舊	Depreciation on right-of-use assets	(8,671)	(323)	-	-	(8,994)
應佔聯營公司業績	Share of results of associates	474	(258)	-	-	216
融資成本	Finance costs	(947)	-	(1,878)	-	(2,825)
所得稅(開支)／抵免	Income tax (expense)/credit	(5,655)	220	1,767	-	(3,668)

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部報告 (續)

(a) 業務分部 (續)

		旅遊 相關業務 Travel Related Business (附註5(f)) (Note 5(f)) 千港元 HK\$'000	商品 銷售業務 Sale of Merchandises Business (附註5(f)) (Note 5(f)) 千港元 HK\$'000	酒店業務 Hotel Business 千港元 HK\$'000	總計 Total 千港元 HK\$'000
於2024年6月30日 (未經審核) : As at 30 June 2024 (Unaudited):					
可呈報分部資產	Reportable segment assets	351,016	-	432,925	783,941
可呈報分部負債	Reportable segment liabilities	306,620	-	276,454	583,074
添置非流動資產	Additions to non-current assets	2,825	-	-	2,825
應佔聯營公司資產淨值	Share of net assets of associates	10,798	-	-	10,798
於2023年12月31日 (經審核) : As at 31 December 2023 (Audited):					
可呈報分部資產	Reportable segment assets	338,848	6,141	498,217	843,206
可呈報分部負債	Reportable segment liabilities	252,234	793	333,069	586,096
添置非流動資產	Additions to non-current assets	22,474	133	3,188	25,795
應佔聯營公司資產淨值	Share of net assets of associates	10,688	-	-	10,688

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部報告 (續)

5. SEGMENT REPORTING (Continued)

(b) 可呈報分部收益、損益、資產及負債之對賬

(b) Reconciliation of reportable segment revenue, profit or loss, assets and liabilities

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
收益	<b>Revenue</b>		
可呈報分部收益	Reportable segment revenue	759,308	540,081
綜合收益	Consolidated revenue	759,308	540,081

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
除所得稅前溢利	<b>Profit before income tax</b>		
可呈報分部溢利	Reportable segment profit	64,479	45,543
未分配企業開支	Unallocated corporate expenses	(19,504)	(20,953)
除所得稅前綜合溢利	Consolidated profit before income tax	44,975	24,590

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部報告 (續)

(b) 可呈報分部收益、損益、資產及負債之對賬 (續)

5. SEGMENT REPORTING (Continued)

(b) Reconciliation of reportable segment revenue, profit or loss, assets and liabilities (Continued)

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
<b>資產</b>			
	<b>Assets</b>		
可呈報分部資產	Reportable segment assets	783,941	843,206
未分配企業資產	Unallocated corporate assets	15,270	15,035
綜合總資產	Consolidated total assets	799,211	858,241
<b>負債</b>			
	<b>Liabilities</b>		
可呈報分部負債	Reportable segment liabilities	583,074	586,096
未分配企業負債	Unallocated corporate liabilities	156,598	227,000
綜合總負債	Consolidated total liabilities	739,672	813,096



## 中期簡明綜合財務報表附註

# Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

## 5. 分部報告 (續)

### (c) 地區資料

下表呈列本集團來自外部客戶的收益及除金融資產及遞延稅項資產外的非流動資產(「特定的非流動資產」)的分析：

		來自外部客戶的收益 (按客戶所在地劃分) Revenue from external customers (by customer location)		特定的非流動資產 (按實際所在地劃分) Specified non-current assets (by physical location)	
		截至6月30日止六個月 Six months ended 30 June		於2024年 6月30日 As at 30 June 2024	於2023年 12月31日 As at 31 December 2023
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000	30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	31 December 2023 (經審核) (Audited) 千港元 HK\$'000
香港和澳門 (所在地)	Hong Kong and Macau (place of domicile)	698,851	492,310	23,659	32,397
日本	Japan	60,457	47,771	352,409	409,565
其他	Others	-	-	11,011	10,726
		<b>759,308</b>	<b>540,081</b>	<b>387,079</b>	<b>452,688</b>

所在地乃經參考本集團視為其發源地、擁有大部分營運及管理中心的地點而釐定。

The place of domicile is determined by referring to the place the Group regards as its hometown, has the majority of operation and centre of management.

### (d) 有關主要客戶之資料

於截至2024年6月30日止六個月，本集團概無任何單一客戶貢獻本集團10%以上收益(截至2023年6月30日止六個月：無)。

### (d) Information about a major customer

The Group did not have any single customer contributed more than 10% of the Group's revenue during the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

5. 分部報告 (續)

(e) 收益分拆

5. SEGMENT REPORTING (Continued)

(e) Disaggregation of revenue

		旅遊相關業務 Travel Related Business 截至6月30日止六個月 Six months ended 30 June		商品銷售業務 Sale of Merchandises Business 截至6月30日止六個月 Six months ended 30 June		酒店業務 Hotel Business 截至6月30日止六個月 Six months ended 30 June		總計 Total 截至6月30日止六個月 Six months ended 30 June	
		2024 (附註5(f)) (未經審核) 千港元 HK\$'000	2023 (未經審核) 千港元 HK\$'000	2024 (附註5(f)) (未經審核) 千港元 HK\$'000	2023 (未經審核) 千港元 HK\$'000	2024 (未經審核) 千港元 HK\$'000	2023 (未經審核) 千港元 HK\$'000	2024 (未經審核) 千港元 HK\$'000	2023 (未經審核) 千港元 HK\$'000
主要地區市場	Primary geographical markets								
香港和澳門 (所在地)	Hong Kong and Macau (place of domicile)	698,851	487,825	-	4,485	-	-	698,851	492,310
日本	Japan	3,244	2,836	-	-	57,213	44,935	60,457	47,771
		702,095	490,661	-	4,485	57,213	44,935	759,308	540,081
收益確認時間	Timing of revenue recognition								
時間點	At a point in time	39,295	40,146	-	4,485	-	-	39,295	44,631
隨時間轉移	Transferred over time	662,800	450,515	-	-	57,213	44,935	720,013	495,450
		702,095	490,661	-	4,485	57,213	44,935	759,308	540,081

## 中期簡明綜合財務報表附註

# Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

### 5. 分部報告 (續)

(f) 於2023年10月，本集團管理層決定整合資源，重新專注於其核心分部「旅遊相關業務」及「酒店業務」。因此，本集團縮小了商品銷售業務分部的規模。截至2024年6月30日止六個月，商品銷售業務分部的業績已變得並不重大，且該分部的收益及業績已併入「旅遊相關業務」。

### 6. 收益及其他收入、收益及虧損淨額

收益包括旅行團、輔助性旅行相關產品以及出租酒店客房及輔助性服務的發票淨值；自由行產品及輔助性旅行相關服務的所得款項淨額；及商品銷售。本期間確認的各主要收益類別的金額如下所示：

### 5. SEGMENT REPORTING (Continued)

(f) In October 2023, the management of the Group decided to consolidate its resources and refocus on its core segments “Travel Related Business” and “Hotel Business”. As a result, the Group proceeded to scale down the Sale of Merchandises Business segment. During the six months ended 30 June 2024, the result in the segment of Sale of Merchandise Business had become immaterial and revenue and results from this segment are grouped into “Travel Related Business”.

### 6. REVENUE AND OTHER INCOME, GAINS AND LOSSES, NET

Revenue includes the net invoiced value of package tours, ancillary travel related products, and hotel room rental and ancillary services; the net proceeds from FIT Products and ancillary travel related services; and sale of merchandises. The amounts of each significant category of revenue recognised during the period are as follows:

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
收益	<b>Revenue</b>		
旅行團	Package tours	662,800	450,515
自由行產品 (附註)	FIT Products (note)	13,283	10,523
輔助性旅行相關產品及 服務 (附註)	Ancillary travel related products and services (note)	25,617	29,623
商品銷售	Sale of merchandises	395	4,485
出租酒店客房及輔助性服務	Hotel room rental and ancillary services	57,213	44,935
		<b>759,308</b>	<b>540,081</b>

6. 收益及其他收入、收益及虧損淨額 (續)

附註：

本集團自由行產品及若干輔助性旅行相關服務產生的收益被視為作為代理商代表委託人收取的現金，因而計為淨額。已收及應收所得款項總額如下所示：

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
已收及應收所得款項總額	Gross proceeds received and receivable	151,571	144,140

下表載列有關貿易應收賬及來自客戶合約的合約負債的資料：

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
貿易應收賬 (附註12)	Trade receivables (note 12)	9,408	10,235
合約負債	Contract liabilities	196,173	127,987

6. REVENUE AND OTHER INCOME, GAINS AND LOSSES, NET (Continued)

Note:

The Group's revenue from FIT Products and certain ancillary travel related services is considered as cash collected on behalf of principals as an agent, and thus is recorded on a net basis. The gross proceeds received and receivable are as follows:

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
已收及應收所得款項總額	Gross proceeds received and receivable	151,571	144,140

The following table provides information about trade receivables and contract liabilities from contracts with customers:

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

6. 收益及其他收入、收益及虧損淨額 (續)

6. REVENUE AND OTHER INCOME, GAINS AND LOSSES, NET (Continued)

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
其他收入、收益及虧損淨額	<b>Other income, gains and losses, net</b>		
匯兌虧損淨額	Exchange loss, net	(3,030)	(3,539)
處理收入	Handling income	58	144
銀行存款利息收入	Interest income on bank deposits	535	1,060
關連方貸款調整虧損	Loss on modification of a related party loan	(2,125)	(991)
銀行借款調整收益	Gain on modification of bank borrowings	-	47
撤銷預付款之回撥	Reversal of write off of prepayments	-	9,520
終止租賃協議之收益	Gain on termination of lease agreements	-	619
政府補助	Government subsidies	1,550	-
雜項收入	Sundry income	156	153
		<b>(2,856)</b>	<b>7,013</b>

7. 除所得稅前溢利

7. PROFIT BEFORE INCOME TAX

除所得稅前溢利經扣除以下項目得出：

Profit before income tax is arrived at after charging:

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
確認為開支的存貨成本	Cost of inventories recognised as expenses	1,130	2,991
物業、廠房及 設備折舊	Depreciation on property, plant and equipment	9,243	16,430
使用權資產折舊	Depreciation on right-of-use assets	9,454	8,994
融資成本：	Finance costs:		
– 租賃負債產生的 利息開支	– Interest expense incurred on lease liabilities	793	738
– 衍生金融工具產生的 利息開支	– Interest expense incurred on derivative financial instruments	–	108
– 關連公司貸款產生的 利息開支	– Interest expense incurred on loans from a related company	4,899	9,905
– 銀行借款產生的 利息開支	– Interest expense incurred on bank borrowings	1,602	1,979
		7,294	12,730
僱員成本 (包括董事薪酬)：	Employee costs (including directors' emoluments):		
– 薪金及其他實物福利	– Salaries and other benefits in kind	79,590	60,410
– 退休計劃供款	– Retirement scheme contributions	2,822	2,218
– 長期服務金	– Long service payments	551	402
		82,963	63,030



8. 所得稅開支

8. INCOME TAX EXPENSE

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
即期稅項—香港利得稅	<b>Current tax – Hong Kong Profits Tax</b>		
– 本期間稅項	– Tax for the period	691	320
– 過往年度不足額撥備	– Under-provision in respect of prior year	6	–
		697	320
即期稅項—日本利得稅	<b>Current tax – Japan Profits Tax</b>		
– 本期間稅項	– Tax for the period	2,656	300
遞延稅項	<b>Deferred tax</b>		
– 於本期間損益扣除	– Charge to profit or loss for the period	7,361	3,131
		<b>10,714</b>	<b>3,751</b>

根據開曼群島及英屬維爾京群島的法律，於開曼群島及英屬維爾京群島註冊成立的集團實體，由於概無於開曼群島及英屬維爾京群島進行業務，故獲豁免繳納稅項。

於兩個期間，估計應評稅溢利的首2,000,000港元按8.25%計算香港利得稅，而估計應評稅溢利超過2,000,000港元的部分則按16.5%計算。不合乎利得稅兩級制資格的集團實體的溢利於兩個期間內繼續按16.5%的稅率徵稅。

The group entities incorporated in the Cayman Islands and the British Virgin Islands (the “BVI”) are tax-exempted as no business is carried out in the Cayman Islands and the BVI under the laws of the Cayman Islands and the BVI respectively.

Hong Kong Profits Tax is calculated at 8.25% on the first HK\$2.0 million of estimated assessable profits and at 16.5% for the portion of the estimated assessable profits above HK\$2.0 million for both periods. The profit of group entities not qualifying for the two-tiered profits tax rates regime continued to be taxed at 16.5% for both periods.

## 8. 所得稅開支 (續)

於兩個期間，澳門所得補充稅乃根據於澳門營運的附屬公司的估計應評稅溢利均按12%的稅率計算。於澳門營運的附屬公司於兩個期間內概無產生估計應評稅溢利。

於兩個期間，中華人民共和國（「中國」）企業所得稅乃根據於中國營運的附屬公司的估計應評稅溢利均按25%的稅率計算。於兩個期間，本集團於中國營運的附屬公司概無產生估計應評稅溢利。

於日本營運的附屬公司須繳納日本的企業所得稅、都道府縣民稅和區市鎮村民稅及營業稅（下文統稱「日本利得稅」），該等稅項於截至2024年6月30日止六個月按現行法律、詮釋及慣例匯總成實際法定所得稅稅率介乎約30.6%至約34.6%（截至2023年6月30日止六個月：約30.6%至約34.6%）。於兩個期間，本集團於日本營運的附屬公司存在估計應評稅溢利。

## 9. 股息

於2024年8月23日舉行的董事會會議上，董事會不建議派付截至2024年6月30日止六個月的中期股息（2023年中期股息：無）。

於2023年12月14日，董事會已宣派截至2023年12月31日止年度的本公司每股7港仙的特別股息，共計約35,172,000港元。該股息已於2024年1月18日分派。

## 8. INCOME TAX EXPENSE (Continued)

Macau Complementary Tax is calculated at 12% on the estimated assessable profits of a subsidiary operating in Macau for both periods. There were no estimated assessable profits derived from the subsidiary operating in Macau for both periods.

Enterprise Income Tax of the People's Republic of China ("PRC") is calculated at 25% on the estimated assessable profits of a subsidiary operating in the PRC for both periods. The Group has no estimated assessable profit arising from the subsidiary operating in the PRC for both periods.

Subsidiaries operating in Japan are subject to corporate income tax, prefectural and municipal inhabitant taxes and business tax (hereinafter collectively referred to as "Japan Profits Tax") in Japan, which, in aggregate, resulted in effective statutory income tax rates ranging from approximately 30.6% to approximately 34.6% (six months ended 30 June 2023: approximately 30.6% to approximately 34.6%) for the six months ended 30 June 2024 based on the existing legislation, interpretations and practices in respect thereof. The Group has estimated assessable profit arising from the subsidiaries operating in Japan for both periods.

## 9. DIVIDENDS

At the Board meeting held on 23 August 2024, the Board did not recommend the payment of an interim dividend for the six months ended 30 June 2024 (interim dividend for 2023: Nil).

On 14 December 2023, the Board declared a special dividend of 7 Hong Kong cents per share of the Company totalling approximately HK\$35,172,000 for the year ended 31 December 2023. The dividends have been distributed on 18 January 2024.

## 中期簡明綜合財務報表附註

## Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

### 10. 每股盈利

### 10. EARNINGS PER SHARE

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
<b>盈利</b>	<b>Earnings</b>		
本公司擁有人應佔溢利	Profit attributable to owners of the Company	<b>34,120</b>	20,690

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千股 '000	2023 (未經審核) (Unaudited) 千股 '000
<b>股份數目</b>	<b>Number of shares</b>		
普通股數目	Number of ordinary shares	<b>502,450</b>	502,450

於本中期期間及相應中期期間，本公司並無攤薄潛在普通股，故每股攤薄盈利與每股基本盈利相同。

Diluted earnings per share were the same as the basic earnings per share as the Company had no dilutive potential ordinary shares during the current and the corresponding interim periods.

### 11. 物業、廠房及設備

### 11. PROPERTY, PLANT AND EQUIPMENT

截至2024年6月30日止六個月，本集團添置物業、廠房及設備項目，成本約2,604,000港元（截至2023年6月30日止六個月：3,101,000港元）。於本中期期間及相應中期期間並無物業、廠房及設備的重大出售。

During the six months ended 30 June 2024, the Group acquired items of property, plant and equipment with a cost of approximately HK\$2,604,000 (six months ended 30 June 2023: HK\$3,101,000). There were no significant disposals of property, plant and equipment during the current and the corresponding interim periods.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

12. 貿易應收賬

12. TRADE RECEIVABLES

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
貿易應收賬	Trade receivables	9,743	10,570
減：虧損準備	Less: loss allowance	(335)	(335)
賬面淨值	Net carrying amount	9,408	10,235

根據發票日期，於報告期末，本集團貿易應收賬（扣除虧損準備）的賬齡分析如下：

The ageing analysis of the Group's trade receivables (net of loss allowance) as at the end of the reporting period, based on invoice date, is as follows:

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
0 – 90天	0 – 90 days	9,052	9,284
91 – 180天	91 – 180 days	39	4
181 – 365天	181 – 365 days	–	947
超過365天	Over 365 days	317	–
		9,408	10,235

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

13. 訂金、預付款及其他應收賬

13. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
<b>非流動資產</b>			
訂金	Deposits	1,371	1,301
預付款	Prepayments	298	534
		<b>1,669</b>	<b>1,835</b>
<b>流動資產</b>			
其他應收賬	Other receivables	11,928	11,923
訂金 (附註)	Deposits (note)	5,132	5,331
預付款	Prepayments	71,072	57,996
		<b>88,132</b>	<b>75,250</b>

附註：該金額包括支付予一家關連公司大寶行有限公司（「大寶行」）的租賃訂金約1,803,000港元（於2023年12月31日：1,803,000港元）。該金額為無抵押、免息及須於租期屆滿時償還。

Note: The amount included rental deposits paid to a related company, Great Port Limited ("Great Port"), of approximately HK\$1,803,000 (as at 31 December 2023: HK\$1,803,000). The amount due is unsecured, interest-free and repayable at the end of the rental periods.

14. 抵押銀行存款以及銀行存款及庫存現金

14. PLEDGED BANK DEPOSITS AND CASH AT BANKS AND ON HAND

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
銀行存款	Cash at banks	232,428	219,525
庫存現金	Cash on hand	6,000	10,655
		<b>238,428</b>	230,180
減：抵押銀行存款	Less: Pledged bank deposits	<b>(10,100)</b>	(10,240)
簡明綜合財務狀況表之 銀行存款及庫存現金	Cash at banks and on hand per condensed consolidated statement of financial position	<b>228,328</b>	219,940

於2024年6月30日，本集團若干銀行存款約10,100,000港元（於2023年12月31日：10,240,000港元）抵押給銀行，主要作為向代表本集團的若干第三方供應商出具擔保函的抵押物及本集團銀行借款的擔保。

As at 30 June 2024, certain bank deposits of the Group amounted to approximately HK\$10,100,000 (as at 31 December 2023: HK\$10,240,000) were pledged to banks as securities mainly for letters of guarantee issued to certain third party suppliers on behalf of the Group and as securities for bank borrowings of the Group.



## 中期簡明綜合財務報表附註

## Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

### 15. 貿易應付賬

貿易應付賬的信貸期根據與不同供應商達成的條款而不同，通常為1天至30天。根據服務和產品的獲得（通常與發票日期一致），於報告期末，本集團貿易應付賬的賬齡分析如下：

### 15. TRADE PAYABLES

The credit terms of trade payables vary according to the terms agreed with different suppliers, which normally range from 1 day to 30 days. Based on the receipts of services and goods, which normally coincided with the invoice dates, the ageing analysis of the Group's trade payables as at the end of the reporting period is as follows:

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
0 – 90天	0 – 90 days	37,907	36,096
91 – 180天	91 – 180 days	1,132	1,071
181 – 365天	181 – 365 days	677	247
超過365天	Over 365 days	124	126
		<b>39,840</b>	<b>37,540</b>

### 16. 應計款項及其他應付賬

### 16. ACCRUALS AND OTHER PAYABLES

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
應計款項	Accrued expenses	17,444	21,185
其他應付賬	Other payables	26,369	34,022
		<b>43,813</b>	<b>55,207</b>

## 17. 銀行借款

## 17. BANK BORROWINGS

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
<b>流動</b>	<b>Current</b>		
銀行借款，已抵押	Bank borrowings, secured	29,739	31,108
<b>非流動</b>	<b>Non-current</b>		
銀行借款，已抵押	Bank borrowings, secured	229,817	281,901
		<b>259,556</b>	<b>313,009</b>

於2024年6月30日，約259,556,000港元（於2023年12月31日：313,009,000港元）的銀行借款乃分別以總賬面值約346,219,000港元（於2023年12月31日：397,464,000港元）及約1,703,000港元（於2023年12月31日：1,909,000港元）（附註14）的若干物業、廠房及設備和抵押銀行存款作抵押。此外，由一家日本附屬公司的一名前非控股股東之物業作抵押之銀行借款於本期間已悉數償還。因此，並未就此抵押任何資產（於2023年12月31日：2,787,000港元）。銀行借款初始按公允價值（扣除已產生的直接應佔成本）計量，其後採用實際利率法按攤銷成本計量，實際年利率介乎0.81%至1.67%（於2023年12月31日：0.79%至1.67%）。

As at 30 June 2024, the bank borrowings of approximately HK\$259,556,000 (as at 31 December 2023: HK\$313,009,000) were secured by charges over certain property, plant and equipment and pledged bank deposits with aggregate carrying amounts of approximately HK\$346,219,000 (as at 31 December 2023: HK\$397,464,000) and approximately HK\$1,703,000 (as at 31 December 2023: HK\$1,909,000) (note 14) respectively. In addition, bank borrowings secured by a property of a former non-controlling shareholder of a subsidiary in Japan were fully repaid during the period. As such there was no asset pledged in this regard (as at 31 December 2023: HK\$2,787,000). The bank borrowings are initially measured at fair value, net of directly attributable costs incurred and subsequently measured at amortised cost using the effective interest method, using effective interest rate ranging from 0.81% to 1.67% (as at 31 December 2023: 0.79% to 1.67%) per annum.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

18. 股本

18. SHARE CAPITAL

		數目 Number 千股 '000	金額 Amount 千港元 HK\$'000
法定 每股面值0.1港元之普通股 於2023年12月31日及 2024年6月30日	<b>Authorised</b> <i>Ordinary shares of HK\$0.1 each</i> At 31 December 2023 and 30 June 2024	1,000,000	100,000
已發行及繳足之普通股 於2023年12月31日及 2024年6月30日	<b>Ordinary shares, issued and fully paid</b> At 31 December 2023 and 30 June 2024	502,450	50,245

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

19. 關連方交易

除本中期簡明綜合財務報表於其他部分另有披露之交易及結餘外，與關連方進行之交易如下：

(a) 於本期間重大關連方交易

19. RELATED PARTY TRANSACTIONS

In addition to the transactions and balances disclosed elsewhere in the interim condensed consolidated financial statements, the following transactions were carried out with related parties:

(a) Significant related party transactions during the period

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
		附註 Notes	
支付予關連公司之租金	Rental paid to a related company		
— 大寶行	— Great Port	(i), (iii)	5,408
			4,366
關連公司貸款產生的利息開支	Interest expense incurred on loans from a related company		
— 大寶行	— Great Port	(ii), (iii)	4,899
			9,905
就提供旅行團、自由行產品及輔助性旅行相關產品及服務由聯營公司收取之費用	Costs charged by associates regarding the provision of package tours, FIT Products and ancillary travel related products and services		
— 株式會社EGL沖繩#	— Kabushiki Kaisha EGL Okinawa*	(iii)	2,863
— 東瀛遊旅行社韓國有限公司#	— EGL Tours Korea Co., Ltd.	(iii)	6,721
— 株式會社日日遊#	— Niti Niti Travel Co., Ltd.	(iii)	137
			9,721
			6,970
向一家關連公司提供旅行團、自由行產品及輔助性旅行相關產品及服務	Provision of package tours, FIT Products and ancillary travel related products and services to a related company		
— 大寶行	— Great Port	(iii)	141
			—

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

19. 關連方交易 (續)

19. RELATED PARTY TRANSACTIONS (Continued)

(a) 於本期間重大關連方交易 (續)

(a) Significant related party transactions during the period (Continued)

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
		附註 Notes	
就商品銷售由聯營公司 收取之費用	Costs charged by associates regarding the sale of merchandises		
— 日盛商事 (香港) 有限公司 (「日盛」)	— Nissay Shoji (HK) Company Limited ("Nissay")	(iii)	– 201
貸款予聯營公司—日盛	Loans to an associate – Nissay	(c)	– 400
自聯營公司收取 貸款利息—日盛	Loan interest received from an associate – Nissay	(c)	9 –
就酒店材料銷售由一家 關連方收取之費用	Costs charged by a related party regarding the sale of hotel material		
— Hush Home Hong Kong Limited	— Hush Home Hong Kong Limited	(iv)	3 –

\* 英文名稱僅供識別

\* English name for identification purpose only

# 中文名稱僅供識別

# Chinese name for identification purpose only

19. 關連方交易 (續)

(a) 於本期間重大關連方交易 (續)

附註：

- (i) 支付予關連公司之租金開支乃於正常業務過程中根據本集團與關連公司簽訂之租賃協議條款進行。
- (ii) 有關詳情載於中期簡明綜合財務報表附註19(b)。
- (iii) 該等交易乃基於雙方議定之條款進行。
- (iv) 該公司由本公司執行董事禰國全先生之女兒全資擁有。

本公司執行董事袁文英先生、禰國全先生、梁成釗先生和李寶芬女士亦為大寶行之董事並持有大寶行之股權。另一位執行董事袁灝頤女士於本期間成為大寶行之股東。

19. RELATED PARTY TRANSACTIONS (Continued)

(a) Significant related party transactions during the period (Continued)

Notes:

- (i) Rental expenses paid to a related company were conducted in the normal course of business and in accordance with terms of the lease agreements entered into between the Group and the related company.
- (ii) Details are set out in note 19(b) to the interim condensed consolidated financial statements.
- (iii) The transactions were conducted on the basis of mutually agreed terms.
- (iv) The company is wholly held by the daughter of the executive director of the Company, Mr. Huen Kwok Chuen.

The executive directors of the Company, Mr. Yuen Man Ying, Mr. Huen Kwok Chuen, Mr. Leung Shing Chiu and Ms. Lee Po Fun, are also directors and have equity interests in Great Port. Another executive director, Ms. Yuen Ho Yee, became the shareholder of Great Port during the period.



中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

19. 關連方交易 (續)

19. RELATED PARTY TRANSACTIONS (Continued)

(b) 關連公司貸款

於2024年6月30日，關連公司貸款指應付大寶行的兩筆貸款。原有六筆貸款詳情如下所示：

(b) Loans from a related company

Loans from a related company represented two loans due to Great Port at as 30 June 2024. The details of the original six loans were shown as below:

貸款項 Loan number	貸款提取日期 Loan drawdown date	本金 Principal amount	最後還款日期 Final repayment date	利率 Interest rate
1	2020年3月27日 27 March 2020	80,000,000港元 HK\$80,000,000	2026年1月1日 1 January 2026	免息 Interest free
2	2020年8月27日 27 August 2020	80,000,000港元 HK\$80,000,000	2026年1月1日 1 January 2026	免息 Interest free
3	2020年12月29日 29 December 2020	40,000,000港元 HK\$40,000,000	2026年1月1日* 1 January 2026*	年利率為一個月香港銀行 同業拆息加1.5% One-month HIBOR plus 1.5% per annum
4	2021年4月1日 1 April 2021	40,000,000港元 HK\$40,000,000	2026年1月1日** 1 January 2026**	年利率為一個月香港銀行 同業拆息加1.5% One-month HIBOR plus 1.5% per annum
5	2021年11月29日 29 November 2021	80,000,000港元 HK\$80,000,000	2026年1月1日*** 1 January 2026***	年利率為一個月香港銀行 同業拆息加1.65% One-month HIBOR plus 1.65% per annum
6	2022年6月2日 2 June 2022	30,000,000港元 HK\$30,000,000	2023年5月31日**** 31 May 2023****	年利率為一個月香港銀行 同業拆息加1.65% One-month HIBOR plus 1.65% per annum

\* 本集團於2023年向大寶行提前償還貸款本金40,000,000港元。

\* The Group made early repayments of the principal of the loan in the amount of HK\$40,000,000 to Great Port in 2023.

\*\* 本集團於2023年向大寶行提前償還貸款本金40,000,000港元。

\*\* The Group made early repayments of the principal of the loan in the amount of HK\$40,000,000 to Great Port in 2023.

## 19. 關連方交易 (續)

### (b) 關連公司貸款 (續)

\*\*\* 本集團於2023年以及於2024年3月26日、2024年4月25日、2024年5月27日及2024年6月21日分別向大寶行提前償還貸款本金40,000,000港元、10,000,000港元、10,000,000港元、10,000,000港元及10,000,000港元。

\*\*\*\* 本集團於2023年向大寶行提前償還貸款本金30,000,000港元。

於報告期間後，本集團於2024年7月11日及2024年8月13日分別向大寶行提前償還貸款項2本金15,000,000港元及15,000,000港元。

(c) 截至2023年6月30日止期間，本集團向聯營公司日盛借出400,000港元以用於其營運，並於2023年下半年進一步向日盛借出400,000港元。根據管理層評估，經計及其中包括過往資料、現況、未來發展及市況預測（如適用）後，本集團認為並無可能收回未償還款項，因此，於2023年，已就全部未償還貸款金額800,000港元確認虧損準備。借予聯營公司的貸款為無抵押，按香港銀行同業拆息加上年利率2%計息，須按要求償還。應收／應付其他聯營公司賬款為無抵押、免息及按要求償還。

## 19. RELATED PARTY TRANSACTIONS (Continued)

### (b) Loans from a related company (Continued)

\*\*\* The Group made early repayments of the principal of the loan in the amount of HK\$40,000,000 in 2023 and HK\$10,000,000, HK\$10,000,000, HK\$10,000,000 and HK\$10,000,000 to Great Port on 26 March 2024, 25 April 2024, 27 May 2024 and 21 June 2024 respectively.

\*\*\*\* The Group made an early repayment of the principal of the loan in the amount of HK\$30,000,000 to Great Port in 2023.

Subsequent to the reporting period, the Group made early repayments of the principal of loan number 2 in the amount of HK\$15,000,000 and HK\$15,000,000 to Great Port on 11 July 2024 and 13 August 2024 respectively.

(c) During the period ended 30 June 2023, the Group lent HK\$400,000 to the associate, Nissay, for its operation and further lent HK\$400,000 to Nissay at the second half of 2023. Based on the management assessment, taking into account, among others, historical information, current conditions and forecast of future development and market conditions, as appropriate, the Group had considered it would be unlikely to recover the outstanding amount and, accordingly, a loss allowance of the entire outstanding loan amount of HK\$800,000 was recognised during the year 2023. The loans to the associate were unsecured, interest-bearing of HIBOR plus 2% per annum, repayable on demand. The amounts due from/to other associates are unsecured, interest free and repayable on demand.

中期簡明綜合財務報表附註

Notes to the Interim Condensed Consolidated Financial Statements

截至2024年6月30日止六個月 For the six months ended 30 June 2024

19. 關連方交易 (續)

(d) 主要管理人員之薪酬

本期間，董事及其他主要管理人員成員之薪酬如下：

		截至6月30日止六個月 Six months ended 30 June	
		2024 (未經審核) (Unaudited) 千港元 HK\$'000	2023 (未經審核) (Unaudited) 千港元 HK\$'000
短期僱員福利	Short-term employee benefits	11,489	9,280
離職後福利	Post-employment benefits	202	192
		<b>11,691</b>	<b>9,472</b>

19. RELATED PARTY TRANSACTIONS (Continued)

(d) Compensation of key management personnel

The remunerations of directors and other members of key management during the period were as follows:

20. 資本承擔

有關本集團購置物業、廠房及設備的資本開支之資本承擔如下：

		於2024年 6月30日 As at 30 June 2024 (未經審核) (Unaudited) 千港元 HK\$'000	於2023年 12月31日 As at 31 December 2023 (經審核) (Audited) 千港元 HK\$'000
已訂約但未撥備	Contracted but not provided for	948	912

20. CAPITAL COMMITMENTS

Capital commitments in respect of capital expenditure for acquisition of property, plant and equipment for the Group are as follows:



## 東瀛遊控股有限公司

EGL Holdings Company Limited

(於開曼群島註冊成立的有限公司)

(Incorporated in the Cayman Islands with limited liability)

股份代號 Stock Code : 6882



# Enjoy Good Life



東瀛遊控股有限公司 EGL Holdings Company Limited

地址：香港九龍觀塘鴻圖道83號東瀛遊廣場15樓  
Address : 15/F, EGL Tower, 83 Hung To Road, Kwun Tong, Kowloon, Hong Kong

網站 Website : [www.egltours.com/travel/pages/investor\\_relations/#eng](http://www.egltours.com/travel/pages/investor_relations/#eng)